

"INDEPENDENCE DAY"

by

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AN AMERICAN FLAG

Oddly still, posted in gray dusty sand.

WIDEN TO REVEAL:

EXT. LUNAR SURFACE - THE MOON

One small step for man, one large pile of garbage for moon-kind. Untouched for years, the flag stands next to the castoff remains of the Apollo mission. Slowly the discarded equipment begins to RATTLE and SHAKE.

AN ENORMOUS SHADOW creeps towards us blotting out the horizon, a loud RUMBLE is heard.

Suddenly we are covered in DARKNESS as the SHADOW engulfs us.

Only the lonely image of our EARTH hangs in the air, until a huge silhouetted OBJECT suddenly blocks our view.

CUT TO:

EXT. NEW MEXICO - RADIO TELESCOPE VALLEY - NIGHT

A field of large satellite dishes scan the skies.

Super up: S.E.T.I. INSTITUTE, NEW MEXICO

INT. INSTITUTE - MONITORING CONTROL CENTER - SAME

A lone TECHNICIAN works on his putting skills. Behind him, wall to wall technical equipment quietly sifts through data.

A RED LIGHT begins to flash.

The Technician turns and slowly walks towards the source. One by one a series of LIGHTS turn on. The Technician (TECH ONE) grabs a pair of headphones. His eyes widen.

INT. SLEEPING QUARTERS - SAME

Sleepily a SUPERVISOR picks up the phone.

SUPERVISOR

If this isn't an insanely beautiful woman, I'm hanging up.

INT. CONTROL CENTER - SAME

TECH ONE

Shut up and listen.

He holds the phone up to a speaker, increases the volume. A strange FLUCTUATING TONE plays out in sequential patterns.

INT. SLEEPING QUARTERS - SAME

HEARING it, the Supervisor BOLTS UP, banging his head on the bunk above him.

INT. CONTROL CENTER - MOMENTS LATER

A pajama party on acid. Five other technicians, in various states of undress, hover anxiously around the main console.

The Supervisor enters, tying his robe.

SUPERVISOR

God, I hope it's not just another damned Russian spy job.

TECH THREE

(overlapping)

Negative. Computer affirms the signal is unidentified.

TECH TWO

(hanging up the phone)

The boy from Air Res Traffic say the skies are clear. No terrestrial launches.

TECH ONE

It's the real thing. A radio signal from another world.

The room becomes quiet as they realize that after years of searching the heavens, they might have finally found something.

SUPERVISOR

Let's not jump the gun. Run a trajectory source computation.

Tech Three slides over to another computer.

SUPERVISOR

I want to know exactly where it's coming from.

TECH THREE

This can't be right.

Tech Three just stares at his screen in disbelief.

SUPERVISOR

What's wrong?

TECH THREE

Calculated distance from source is at three hundred and eight five thousand kilometers.

(turning to Supervisor)

It's coming from the moon.

The Supervisor reaches over and turns up the volume on the speaker. As they listen to the strange TONES we...

CUT TO:

INT. HALLWAY - PENTAGON - SAME

Elevator doors OPENS revealing four star GENERAL GREY,  
Commander in Chief U.S. Space Command. Understandably nervous,  
the COMMANDING OFFICER escorts him down the hall.

GENERAL GREY  
Who else knows about this?

COMMANDING OFFICER  
S.E.T.I. in New Mexico identified a  
signal but they're even more confused  
than we are.

The General shoots him a disapproving glance.

COMMANDING OFFICER  
Excuse me, Sir.

He slides his security card through the lock and the doors  
fly open.

INT. SPACE COMMAND - THE PENTAGON - CONTINUOUS

Banks of computers, Technicians and assistants working  
feverishly through the night. The Officers cross the room.

Super: SPACE COMMAND - THE PENTAGON

COMMANDING OFFICER  
Satellite reception has been impaired  
but we were able to get these.

They arrive at a glass table. The surrounding officers snap  
to attention as a SECOND OFFICER quickly brings over a large  
transparency. We SEE a grainy image of a large vague OBJECT.

GENERAL GREY  
Looks like a big turd.

The two Officers exchange a glance.

COMMANDING OFFICER  
We estimate it has a diameter of  
over five hundred and fifty kilometers  
and a mass roughly one fourth the  
size of our moon.

The General turns to the Second Officer, concerned.

GENERAL GREY  
A meteor?

SECOND OFFICER  
No Sir. Definitely not.

GENERAL GREY  
How do you know?

SECOND OFFICER  
Well, er... it's slowing down.

GENERAL GREY  
It's doing what?

SECOND OFFICER  
It's... slowing down, Sir.

The General walks over to a phone, picks it up.

GENERAL GREY  
Get me the Secretary of Defense.  
(pause)  
Then wake him up.

CUT TO:

INT. WHITMORE'S BEDROOM - PRE-DAWN

Laying in bed THOMAS J. WHITMORE reads a stack of papers.  
The phone RINGS.

WOMAN'S VOICE  
(filtering through  
phone)  
Hi. It's me.

The warm look on Whitmore's face tells us everything about  
how he feels about the woman on the other end.

WHITMORE  
Hi honey. What time is it there?

INT. HOTEL ROOM - NIGHT

Dressed in a night gown, MRS. MARGARET WHITMORE unpacks her  
briefing papers lays them out on a small desk as she talks.

Through the window we SEE Los Angeles at night.

MARGARET  
Two in the morning. I know I didn't  
wake you?

WHITMORE  
(filtered)  
As a matter of fact you did.

MARGARET  
(smiles)  
Liar.

INT. WHITMORE BEDROOM - SAME

Whitmore sits up.

WHITMORE  
I have a confession to make. There's  
a beautiful young blonde sleeping  
next to me.

Sleeping next to him, his six-year-old daughter, PATRICIA.

MARGARET  
(filtered)  
You didn't let her stay up watching  
T.V. all night?

WHITMORE

Of course not.

The little girl stirs awake, looks up.

PATRICIA

Mommy?

WHITMORE

You're flying back right after the luncheon? Okay, here she is.

Whitmore hands her the phone and gets out of bed. Habitably he turns on the television.

T.V. - NEWS PROGRAM

Several "Pundits" sit around a MaLaughlin-type news discussion program. The picture quality is snowy, static ridden.

PUNDIT #1

...the inexperience in public office was inevitably going to catch up with him. He's scarified his ideals for "politics as usual."

Whitmore ties on his robe as he adjusts the picture quality.

PUNDIT #2

...I said this during the campaign. Leadership as a pilot in the Gulf War has no relationship to political leadership. It's a different animal...

Suddenly the channel changes. A cartoon comes on. Whitmore turns to his daughter who holds he remote.

PATRICIA

(into phone)

Daddy let me watch Letterman.

WHITMORE

Traitor.

Whitmore exits the room.

INT. HALLWAY - CONTINUOUS

As Whitmore steps out of his bedroom, a Security guard snaps to attention. Someone hidden behind a newspaper, sits on a bench.

SECURITY GUARD

Good morning, Mr. President.

WHITMORE

Good morning, George.

The paper is dropped revealing CONSTANCE HALBROOK, mid-thirties, aggressive, sharp, the President's communications director. Quickly she gathers her things and follows Whitmore.

INT. BREAKFAST TABLE - CONTINUOUS

Two servants are preparing breakfast as Whitmore and Constance enter. Whitmore sits down, grabs a coffee.

WHITMORE

You're up early this morning, Connie.

She tosses him one of the many newspapers in her hands.

CONSTANCE

They're not attacking your policies,  
they're attacking your age.

(another paper; reading)

"...addressing Congress, Whitmore  
seems less like the President and  
more like the orphan child Oliver  
asking, 'please sir, I'd like some  
more.'"

WHITMORE

Clever.

CONSTANCE

Age was never an issue when you stuck  
to your gun. You were thought of as  
young and idealistic. But the message  
has gotten lost. There's too much  
compromise, too much politics.

WHITMORE

(pointedly)

Isn't it amazing how fast everyone  
can turn against you.

Realizing she may be pushing him too far, she hands him  
another paper.

CONSTANCE

Well, the Orange County Register has  
named you one of the ten sexiest men  
of the year.

WHITMORE

You see, substance at last.

An AIDE appears at the doorway.

CONSTANCE

Excuse me, Mr. President. It's the  
Secretary of Defense.

Whitmore goes to the phone, picks it up.

WHITMORE

Yes? Say that again?

CUT TO:

AN OLD RUSSIAN SATELLITE

Drifting away from us the old Russian satellite becomes  
smaller and smaller. We PAN with it as we SEE it's on a  
collision course with something huge.

Suddenly the satellite EXPLODES on IMPACT with the much larger  
object that dwarfs the puny piece of hardware. As huge as it  
is, we get the feeling we've only seen a portion of the total.

NEW YORK SKYLINE - EARLY MORNING

A slow crane down from the Manhattan skyline, revealing...

EXT. CLIFFSIDE PARK - NEW JERSEY - MORNING

With the New York skyline across the Hudson behind them, old men sit in this small park playing chess. Unlike the others, DAVID MARTIN is in his early thirties, sixties hippie meets nineties yuppie nerd.

He concentrates intensely on his next move. MOISHE, sixties, smokes a cigar impatiently.

MOISHE

What are you waiting? My social security will expire, you'll still be sitting there.

DAVID

I'm thinking.

MOISHE

So think already.

David makes a move. Instantly Moishe counters his move.

David furls his brow in thought.

MOISHE

Again he's thinking.

Moishe reaches into a paper bag and retrieves a coffee in a Styrofoam cup.

DAVID

You have any idea how long it takes for those things to decompose?

MOISHE

You don't move soon. I'll begin to decompose.

Just as David finally makes his move, Moishe counters again.

David shoots him a look and stares back down to the board.

MOISHE

David, I've been meaning to talk with you. It's nice you've been spending so much time with me, but...

DAVID

Dad, don't start.

MOISHE

I'm only saying, it's been what? Four years, you still haven't signed your divorce papers.

DAVID

Three years.

MOISHE

Three, four. Move on. It's not

healthy.

Moishe takes a big puff on the cigar and coughs.

DAVID

Look who's talking healthy.

Suddenly David's beeper goes off.

MOISHE

How many times is that now? You trying to get fired?

David moves his queen.

DAVID

Checkmate. See you tomorrow, Dad.

He gives his father a quick kiss and hurries away.

MOISHE

That's not checkmate I can still...  
Oh.

(yelling after him)

You could let an old man win once in a while, it wouldn't kill you.

CUT TO:

EXT. NEW YORK CITY STREETS - MINUTES LATER

David pedals his bike through mid-town Manhattan. He arrives at COMPACT CABLE SYSTEMS.

INT. COMPACT CABLE OFFICES - LATER

His bike hoisted on his shoulder, David squeezes through the revolving doors. MARTY GILBERT, short, nervous and harried, comes rushing over.

MARTY

What the hell is the point of having a beeper if you don't turn it on?

DAVID

It was turned on. I was ignoring you. What's the big emergency?

MARTY

Started this morning. Every channel is making like it's nineteen fifty. Snow, static, all kinds of distortions. No one knows what the hell is going on.

David deposits his bike in the kitchenette as Marty tosses his coke bottle in the trash. David retrieves it.

DAVID

Damn it, Marty. There's a reason we have bins labeled "recycle."

Finding more bottles in the trash, David turns to Marty accusingly.



DAVID

What the hell is this?

MARTY

So sue me.

Before David can say anything, Marty ushers him out of the room.

INT. TRANSMISSION FEED - CONTINUOUS

Technicians are working feverishly. Clearly every monitor is experiencing varying degrees of signal disruption. David moves over to the main console.

DAVID

Did you try to switch to transponder channels?

MARTY

Please, would I be this panicked if it was that simple?

David examines the readouts, puzzled.

DAVID

Let's retrofit the dish to another satellite.

MARTY

We've tried. It's not working. It's almost as though they weren't even there.

David looks up, puzzled.

DAVID

That's impossible.

CUT TO:

A TELEVISION SET

Bad reception. A hand SMOCKS the side of it. No use.

WIDEN TO REVEAL:

INT. MOBILE HOME - DAY

Eleven-year-old TROY BRENNON tries to fix the television.

His older brother MIGUEL, seventeen, cooks breakfast.

MIGUEL

Stop it.

TROY

It's all fuzzy.

MIGUEL

You're gonna break it. Just leave it alone. Here, take your medicine.

Miguel sits a small bottle of medicine and a spoon down in front of Troy. Troy pushes the bottle away.

TROY

I don't need it.

MIGUEL

(pushing it back)

Just take it, dick head.

(turning to his sister)

Alicia! Make sure he takes his  
medicine.

His sister, ALICIA, fourteen, hormones kicking in, testing boundaries, listens to her walkman while putting on too much makeup. Miguel throws a dish towel to get her as Troy hits the television again.

EXT. TRAILER PARK - SAME - MORNING

A beat up pick-up truck comes down a dirt road and skids to a halt on the gravel next to the Brennon Mobile Home at this small shabby countryside trailer park. An angry FARMER jumps out, slamming his door.

INT. BRENNON MOBILE HOME - SAME

Alicia opens the front door and smiles flirtatiously at the angry farmers, LUCAS, who marches over. Miguel edges her out of the doorway, wanting to handle this himself.

MIGUEL

Morning, Lucas.

Lucas holds a bowl full of rotted vegetables.

LUCAS

You like these! I've got a whole  
goddamned crop full!

Unceremoniously, he dumps them at Miguel's feet.

LUCAS

Where the hell is your father? You  
know what time it is?

MIGUEL

He had to re-fuel. There musta been  
a problem.

LUCAS

We both know what the problem is.  
He's a damned nut case, is what he  
is. I musta been out of my mind.

Troy SMACKS the television again.

MIGUEL

Troy, stop it! I swear to God!

LUCAS

Miguel, if he's not in the air in  
twenty minutes, that's it. I'm getting  
someone else.

Lucas storms away. Again, Troy whacks at the television.

MIGUEL

Stop it, Troy! I swear to God!

Determined, Troy HITS the television again. This time the picture goes out completely.

CUT TO:

EXT. SPACE - THE ORBIT - SAME

Rolling over us, the immense under-belly of this enormous craft obliterates our view. A loud SCREECH. Suddenly the bottom begins to SEGMENT.

Dozens of large sections begins to DISENGAGE, extracting themselves, twisting away from the larger bilge.

The separated SEGMENTS themselves are enormous. Slowly they twist downwards on a collision course to the blue planet below... Earth.

CUT TO:

INT. WHITE HOUSE - BASEMENT CORRIDORS - DAY

Under a barrage of questions from her own staff, Constance hurries down the corridor.

AIDE #1

CNN is running a story that we're covering up some kind of nuclear testing experiments...

CONSTANCE

Tell them to run with it if they want to embarrass themselves.

AIDE #2

NASA has been up my butt all morning. They want to know our position.

CONSTANCE

Our official position is we don't have an official position.

AIDE #3

Connie, what the hell is going on?

Constance escapes into the elevator, turns around.

CONSTANCE

(smiles confidently)

Come on, people. Would I keep you guys out of the loop?

AIDE #1

In a second!

AIDE #2

Absolutely.

Before she can retort, the elevator doors close.

INT. OVAL OFFICE - WIDE SHOT - SAME

The President, General Grey, the SECRETARY OF DEFENSE and White House Chief of Staff ALBERT NIMZIKI are gathered around the couch.

SEC. OF DEFENSE

At the moment, our satellites are somewhat unreliable. Isn't it possible that thing may just pass us by?

NIMZIKI

What if it doesn't "pass us by?"  
Let's retarget some ICBMs to blow it out of the sky...

GENERAL GREY

Forgive me, but with the little information we do have, the only thing that would accomplish is turn one dangerous falling object into many.

Just then the door opens and Constance enters.

PRESIDENT WHITMORE

What's the damage?

CONSTANCE

The press is making up their own stories at this point.

NIMZIKI

(to General Grey)  
Get on the horn with Atlantic Command.  
Let's upgrade the situation to DEFCON 3.

GENERAL GREY

That's not your call to make, Mr. Nimziki.

CONSTANCE

Isn't that a little premature?

NIMZIKI

I don't think so.

SEC. OF DEFENSE

We're two days away from the fourth of July. We have over fifty percent of our armed forces on weekend leave, not to mention the troops and commanders we have in town for the Fourth of July parade. We call them back now, we're sending up a major red flag.

They go quiet as Commanding Officer from Space Command dashes into the room.

COMMANDING OFFICER

Our intelligence tells us the object has settled into a stationary orbit.

NIMZIKI

Well that's good news.

COMMANDING OFFICER

Not really.

He lays out the diagrams and photos on the table. Everyone gathers around.

COMMANDING OFFICER

Part of it has broken off into nearly three dozen other pieces.

PRESIDENT WHITMORE

Pieces?

COMMANDING OFFICER

Smaller than the whole, yet over fifteen miles in width themselves.

NIMZIKI

Where are they heading?

COMMANDING OFFICER

They should be entering our atmosphere within the next twenty-five minutes.

The room is silenced. All eyes turn to the President who says nothing. Nimziki leans in close to him.

NIMZIKI

Like it or not, we're at DEFCON 3. Recall the troops and put them on yellow alert.

CUT TO:

YELLOW LIGHTS FLASHING ON

as an ALARM quickly BUZZES. David leans into frame and opens the door to the microwave. We WIDEN to reveal...

INT. DAVID'S CUBICLE - COMPACT CABLE - DAY

David retrieves his home-make cup-a-soup. We SEE this cubicle clearly has the David touch; ecology posters, plants, tons of computers and electronic gizmos.

MARTY

Please, tell me you're getting something.

Marty enters, looking over David's shoulder as he eats.

DAVID

There's good news and bad news.

MARTY

What's the bad news?

DAVID

You're in meal penalty for disturbing my lunch.

MARTY

And the good news is you won't charge me.

DAVID

No. The good news is I found the problem and it's not our equipment. There's some weird signal embedded within the satellite feed.

MARTY

That's the good news?

David slides over to another computer and turns on an intricate computation program.

DAVID

Yes, because the analog signal has a definite sequential digital patterns embedded within it. When I find the exact binary sequence and I apply a phase reversed signal to that calculated spectra analyzer I built you last Christmas, we should be able to block out the overlay completely...

MARTY

...and we'll be the only guys in town with a clear picture? That's my man.

CUT TO:

EXT. CALIFORNIA FARMLANDS, IMPERIAL VALLEY - DAY

Racing over back roads behind a long open field, Miguel rides his beat-up motor bike, searching. Looking up he SEES something in the air.

MIGUEL'S POV - AN OLD BI-WING AIRPLANE

converted into a crop-duster, BUZZES overhead. Spraying insecticide wildly, the plane zigzags over the field.

MIGUEL

(yelling)

Russell! God damn it, Russell!

Looking down from the cockpit, RUSSELL BRENNON waves stupidly.

Shaggy blonde hair and two days' growth, Russell is the image of a fifty-one-year-old little boy.

Miguel follows him below, screaming at him. Russell, flying recklessly, looks down at Miguel not understanding. By the time he looks back he SEES...

LINE OF TREES

at the edge of the field, nearly on top of him. In a trick move, Russell turns the plane on ITS SIDE, and SLICES through the narrow gap between the trees.

Miguel screams with delight at his prowess. Miguel looks pissed.

ANGLE - OTHER SIDE OF TREES - MOMENTS LATER

Miguel races over, skidding to a halt next to the landed Bi-plane.

MIGUEL

Just what the hell do you think you're doing?

RUSSELL

(climbing down)

I'm bringing home the bacon. Earning my keep. And doing a fine job if I do say so myself.

MIGUEL

It's the wrong field, you idiot! Lucas' farm is on the other side of town.

RUSSELL

You sure?

MIGUEL

Damn it, he was doing you a favor. You know how hard it is to find someone who doesn't think you're completely crazy? What are we supposed to do now? Huh? Where are we supposed to go now?

Pissed, Miguel peels away, kicking gravel back at Russell.

Pathetically, he reaches into his jacket and pulls out a bottle of Jack Daniels. He takes a healthy swig.

CUT TO:

EXT. IRAQI DESERT - REFUGEE CAMP - NIGHT

Tent city. Ubiquitous overcrowding and poverty. Several hundred refugees settle down for the night.

Super: Northern Desert, Iraq

A BEDOUIN stokes a small fire besides his family's tent.

Suddenly a group of shouting SCREAMING TRIBES PEOPLE come rushing past him.

The Bedouin watches them with confusion. Overcome with curiosity he goes against the tide of people, up the hillside.

As the Bedouin reaches the top of the hillside, his mouth falls open, aghast as he SEES...

THE SKIES - THE PHENOMENON

Creeping from across the horizon above the rocky mountain terrain, a wide FIREBALL high in the sky, flaring and exploding. A terrifying sight.

CUT TO:

EXT. USS EISENHOWER - AIR CARRIER - ESTABLISHING - DAWN

Super: Battle Carrier, USS Eisenhower - Persian Gulf

INT. USS EISENHOWER - RADAR ROOM - DAY

A loud KLAXON ALARM is ringing out. The FIRST LIEUTENANT comes rushing in.

LIEUTENANT  
Ensign, status?

SAILOR #1  
We have a total radar black out over  
a thirteen kilometer area.

The Lieutenant moves over to the main radar screen. The entire upper portion of the screen is BLANK. And the blank area is MOVING.

LIEUTENANT  
Have a complete diagnostic run...

SAILOR #1  
Excuse me sir, radar may be  
malfunctioning but infrared is off  
the map!

He diverts the Lieutenant's attention to another screen; A BRIGHT SEA OF RED light bleeds off the map.

LIEUTENANT  
Get the CINC Atlantic Command on the  
line.

CUT TO:

INT. PENTAGON - COMMANDING CENTER - DAY

A technical OFFICER rips off a data sheet as it shoots out of the printer and rushes over to the Commanding Officer.

OFFICER  
Sir, we now have visual range with  
incoming over Iraqi airspace.

COMMANDING OFFICER  
A second sighting?

OFFICER  
Yes Sir, this just came in from the  
Eisenhower.

The Commanding Officer grabs a phone laying off the hook.

COMMANDING OFFICER  
Correction, we have two confirmed  
visual contacts. One over Iraq, one  
over the Pacific.

INT. OVAL OFFICE - DAY

The room is packed. The President and his chief advisors are there along with the Joint Chief of Staff. Representatives from the Atlantic Command and U.S. Space Command have formed small clusters around telephones.



GENERAL GREY

Where in the Pacific?

(turning to the

President)

They've spotted one off the California coast line.

Surrounded by the Secret Service, the President is speechless.

Constance Halbrook comes rushing into the room and whispers to the President.

PRESIDENT

Put it on.

Constance moves over to a cabinet and turns on the T.V. (the reception is still fuzzy, picture "rolling"). The CNN News broadcast shows the phenomenon over Novosibirsk, Russia.

There is mass hysteria behind the reporter.

NEWSCASTER

(filtered)

...sightings of this atmospheric phenomenon have been reported here in Novosibirsk, Russia and other parts of Siberia. Moving too slowly to be a comet or meteor, astronomers are baffled as to its origin...

Everyone is locked onto the television, mesmerized.

NEWSCASTERS

(filtered)

...Widespread panic has gripped the countryside as thousands have taken to the streets and clogged the highways. Hundreds have been injured...

General Grey confers with the Atlantic command CINC. He nods, turns to the President and whispers.

GENERAL GREY

Mr. President, we have an AWAC on the west coast. E.T.A. with contact point, three minutes.

INT. AWAC AIRPLANE - DAY

Wall to wall computer, radar and intelligence gathering equipment. Technicians frantically try to adjust as the system goes hay wire.

RADAR TECH #1

(reporting into radio)

It's no use. Side radar doesn't see a thing!

RADAR TECH #2

(reporting)

That's correct. We're IMC blind, sir.

We TRACK across them over to the pilots and into the cockpit.

Cloudy skies. The PILOT squints out the window as he speaks.

PILOT  
Negative. We still have zero  
visibility.

EXT. AWAC AIRPLANE - CLOUDY SKIES - DAY

ZOOMING overhead as we SEE the AWAC sailing through a thick  
cloudy sky.

Super: Pacific Coastline, California

The AWAC disappears from view into the clouds.

INT. OVAL OFFICE - SAME

The President and his top advisors are gathered around a  
speaker phone listening to the pilot of the AWAC.

PILOT  
(filtered)  
Instrumentation is malfunctioning.  
We can't get any kind of reading on  
what's in front of us.

INT. AWAC - SAME

The Pilot squints as he tries to see through the clouds.

PILOT  
Wait a minute, it may be clearing.

Suddenly the clouds part before us and we're face to face  
with a WALL OF FLAMES.

INT. AWAC - SAME

The speaker phone cracks and distorts.

PILOT  
(filtered)  
Jesus God! The sky's on fire!

EXT. AWAC AND PHENOMENON - SAME

The AWAC attempts to climb sharply as we get our first real  
look at the atmospheric phenomenon. Majestic and monstrous.

The AWAC is not going to be able to make it.

Quickly it is ENGULFED in the flames.

INT. OVAL OFFICE - SAME

The phone line goes dead. General Grey spins to an AIDE.

GENERAL GREY  
Get them back on line.

AIDE #1  
(on other phone)  
Line's gone, sir.

The ATLANTIC COMMAND CINC, turns from a different phone.

AAC CINC

Two more have been spotted over the Atlantic. One is moving toward New York, the other is headed this direction.

CHIEF OF STAFF

How much time do we have?

AAC CINC

Less than ten minutes.

NIMZIKI

(turning to aid)

Organize a military escort to Crystal Mountain.

GENERAL GREY

(to President)

Sir, I strongly recommend we move you to a secured location immediately.

...The President hesitates, he turns to Constance.

PRESIDENT

Can we expect the same kind of panic here as in Russia?

CONSTANCE

More than likely.

NIMZIKI

Mr. President, you can discuss this on the way.

Torn, the President grapples with a decision. Finally...

PRESIDENT

I'm not leaving.

NIMZIKI

We must maintain a working government in a time of crisis...

PRESIDENT

I want the Vice President, Secretary of Defense, the whole Cabinet and the Joint Chiefs taken to a secured location. I'm staying here. I am not going to add to a public hysteria that could cost lives.

NIMZIKI

But, Mr. President...

PRESIDENT

So far these things have not become hostile. For the moment let's assume they won't.

(to Constance)

Connie, let's issue statements advising people not to panic, to stay home and take cover.

Constance issues commands to her staff as they quickly exit along with most people in the room. General Grey goes over to the President.

GENERAL GREY

With your permission, Mr. President,  
I'd like to remain my your side.

PRESIDENT

I had a feeling you would.

GENERAL GREY

Sir, what happens if they do become  
hostile?

PRESIDENT

Then God help us.

CUT TO:

INT. DAVID'S CUBICLE - DAY

On the T.V. behind David, news footage of the phenomenon in Russia plays silently. Oblivious, David works his computers.

FEMALE CO-WORKER

(stopping in doorway)

David, are you watching this?

David waves her away, deep in concentration. Suddenly a computer BEEPS. Excitedly David prints out his finding. He grabs it and exits.

INT. COMPACT CABLE OFFICE - CONTINUOUS

Engrossed in his printout, David walks past his co-workers who are glued to the distorted picture on the television, watching the phenomenon.

INT. MARTY'S OFFICE - CONTINUOUS

Marty stares at his television watching General Grey addressing the press. David enters, staring at his reading.

DAVID

I've got a lock on the signal pattern.  
We can filter it out.

MARTY

(distracted)

Huh? Oh, good, good.

DAVID

Strange thing is, if my calculations  
are right it'll be gone in  
approximately seven hours anyway.  
The signal reduces itself every time  
it recycles. Eventually it will  
disappear. Are you listening?

MARTY

(still glued to T.V.)

Can you believe this?

DAVID

What're you talking about?

MARTY

Haven't you been watching?

David turns for the first time to the television and sees the phenomenon. Constance comes on addressing the press.

CONSTANCE

(filtered)

...so far the phenomenon has not caused any damage. In all likelihood it won't...

INT. WHITE HOUSE PRESS ROOM - SAME

More reporters rush in from the back quickly setting up as this hastily called press conference continues.

CONSTANCE

...everyone should remain calm. Take cover where you can but the important thing is not to panic.

INT. BRENNON MOBILE HOME - SAME

Miguel, Alicia and Troy watch the static riddled T.V.

CONSTANCE

(filtered)

...we have a fix on three different occurrences about to appear over American cities. One is headed toward Los Angeles...

INT. MARTY'S OFFICE - SAME

CONSTANCE

(filtered)

...the other two are on our Eastern seaboard headed towards New York and Washington, D.C...

Suddenly hectic CO-WORKER #2 appear at the door.

CO-WORKER #2

Jamie says this building has an old bomb shelter. We're heading down there now.

MARTY

(dry; to David)

Feel no shame in hiding.

INT. HALLWAY -- CONTINUOUS

A crowd of people head down the hall for the shelter while others stay glued to the set. There is a mix of fascination and panic. David watches the commotion, dumb struck.

MARTY

Oh shit, I better call my wife.

INT. AIRPORT DINER - LATE MORNING

Depressed Russell nurses a beer at the counter. Three FLIGHT MECHANICS walk in, having a good laugh. One of them spots Russell and moves over to him.

MECHANIC #1

Hey, Russ, heard you had a little trouble this morning. Dusted the wrong field?

The Mechanics laugh. Russell tries to ignore them.

MECHANIC #2

I know, you're probably still a little confused from your hostage experience.

MECHANIC #1

Hostage experience? Something happen to you, Russ?

MECHANIC #2

He ain't never told you!? Seems years back our boy here had been kidnapped by aliens. Did all kinds of experiments on him and such. Tell him, Russ.

RUSSELL

Not today, guys. Okay.

Russell gets up and heads for the door.

MECHANIC #2

You just gotta get a couple more beers in him, he'll tell you all about it. Crazy stuff. Won't you, Russ?

EXT. SMALL AIRPORT - CONTINUOUS

The Mechanic follows Russell outside, his buddies in tow.

MECHANIC #1

Hey, Russ, when they took you up in their space ship, they do any sexual things to you?

The mechanics crack up laughing. Suddenly the things around them begin to RUMBLE. The SHADOW engulfs them, silencing the Mechanics.

Panicked they turn and RUN AWAY. Russell just looks up at the sky, grabs his Jack Daniels and takes another swig.

EXT. TRAILER PARK - SAME

Dogs bark and people stumble out of their trailers as an enormous SHADOW creeps over them.

INT. BRENNON MOBILE HOME - CONTINUOUS

The windows grow DARK and the room begins to RUMBLE. Miguel rushes to the door, ushering his siblings out.

EXT. TRAILER PARK - CONTINUOUS

Alicia and Troy step out the door, stopping dead in their tracks. Miguel follows them only to look up and SEE...

THE PHENOMENON - DARK CLOUDS

The flames are burning out, replaced by huge plumes of dark smoke billowing around the edges of the phenomena. Only small traces of extinguishing flames illuminate it.

INT. COMPACT CABLE - STAIRWELL - SAME

David pushes past the people making their way down, fighting against the tide. Another CO-WORKER (#3) stops halfway.

CO-WORKER #3  
Aren't you coming, David?

DAVID  
No way, I've got to see this.

EXT. WASHINGTON MONUMENT - SAME

Frightened tourists run for cover as the colossal SHADOW approaches. Reflected in the water below we SEE the fiery apparition transfigure into the dark foreboding clouds.

THE LINCOLN MEMORIAL - WASHINGTON, D.C. - SAME

The SHADOW writhes up the detailed statue of Lincoln, devouring him completely until we are left in total darkness.

INT. WHITE HOUSE - HALLWAYS - SAME

People are being evacuated from their offices. Patricia, the President's daughter, breaks away from her nanny.

INT. WHITE HOUSE - OVAL OFFICE - SAME

The President talks on the phone. Constance waits nearby.

PRESIDENT WHITMORE  
(into phone)  
Of course, Russia and the United States are in this together. Yes, Mr. President, you have my word. Yes, Das Vedanya.

The President hangs up.

CONSTANCE  
What is their position?

PRESIDENT WHITMORE  
I think he was drunk.

Patricia bursts through the door and runs into her father's arms, terrified. A SECRET SERVICE man appears.

SECRET SERVICE GUY  
Mr. President, we have to go.

Abruptly, the room DARKENS as it begins to RUMBLE.

EXT. WHITE HOUSE - SAME

The long, dark SHADOW moves across the entire White House, engulfing it in darkness.

EXT. HUDSON RIVER, NEW YORK - STATUE OF LIBERTY - SAME

In the distance we SEE the mutated phenomenon's dark gray clouds nearing Miss Liberty. As it approaches we SEE the New York skyline begin to darken.

EXT. BLACK TOP BASKET BALL COURT, NEW YORK - SAME

Kids playing basket ball. A young BOY stops playing, staring skyward. One by one, they all look upwards, stunned as a long dark SHADOW creeps over them.

With a loud CRASH, several New York Cabs SLAM into one another in the street. Two more cars crash into them. A pile up ensues.

EXT. WALL STREET - SECOND LATER

Foot traffic stops as the long SHADOW crawls over the entire area.

EXT. ROOFTOP - COMPACT CABLE - SAME

Large satellite dishes beset a doorway to the roof which flies open. David steps out just as a long, dark SHADOW covers over him, sending the city into darkness. David looks up to SEE...

SKYLINE AND ALIEN CRAFT

Protruding through the dark clouds we get a glimpse of the underbelly of a colossal ALIEN CRAFT, its outer veneer of smoke and clouds beginning to fade away.

Below we see PANIC, cabs SLAMMING into one another, people staring, people screaming. No one knows how to react.

David runs to the other side of the rooftop, overlooking Central Park, to get a better look.

DAVID'S POV - CENTRAL PARK - SAME

The entire park is plunged into darkness as the craft above blots out of the sun. Amazing as it may seem, the hovering craft BLANKETS THE ENTIRE PARK and BEYOND. We still have NOT seen an entire craft.

DAVID  
(realizing)  
My God. The signal.

EXT. LOS ANGELES BASIN - WIDE ANGLE - LATER MORNING

A panoramic view of the Los Angeles basin. Slowly filling the screen, we SEE a portion of the enormous space craft as it creeps towards the city, obliterating our view.

EXT. HILLSIDE RESIDENTIAL AREA - SAME

A station wagon, filled with kids and a harried HOUSEWIFE, comes to a stop. The passenger door opens and a young six-



year-old boy, DYLAN steps out.

HOUSEWIFE

Dylan, tell your mom you can stay  
overnight again Thursday.

Suddenly a car SAILS over a nearby hill in front of them,  
hitting the ground with a BANG. Two more cars follows, air  
bound. As the Housewife turns she SEES...

SPACE SHIP - SAME

Rising over the mountain we SEE the Space Ship as it nears  
the city, blocking out the sunshine.

Panicked, the Housewife hits the gas and peels out, leaving  
a confused Dylan staring skyward.

INT. BEDROOM - CONTINUOUS

Two people sleep as Dylan runs into the room.

DYLAN

Mommy, look at!

He rushes away. The SHADOW moves past the window, darkening  
the room. His mother, JASMINE DUBROW, stirs.

JASMINE

(re: darkness)  
It's too early, baby.

She turns back over. Suddenly the room briefly RUMBLES.

MAN

Earthquake?

JASMINE

Not even a four pointer. Go back to  
sleep.

Shrugging, the man does.

HOLLYWOOD SIGN (FORMERLY SC. 72) - SAME

In Los Angeles. The SHADOW slowly covers the sign.

EXT. WHITE HOUSE - WINDOW - SAME

The President and his daughter cautiously approach the window  
staring in awe at the amazing sight above them. Several others  
approach from behind.

Cautiously some people begin to walk outside, staring up at  
the leviathan, mouths agape.

INT. OVAL OFFICE - SAME

Slowly staff members approach, gazing out the window.

Constance steps up behind the President.

CONSTANCE

What do we do now?

PRESIDENT WHITMORE

Address the nation. There are a lot  
of very frightened people out there  
right now.

CONSTANCE

Yeah. I'm one of them.

EXT. WASHINGTON D.C. - ALIEN CRAFT - SAME

All of Washington is under the shadow of this gargantuan  
alien craft. A stunning tableau.

CUT TO:

INT. JASMINE'S DEBROW'S BEDROOM - SAME

The man sleeping next to Jasmine's beagle BOOMER drops  
Steven's tennis shoes on top of him, waking him.

JASMINE

He's trying to impress you.

STEVE

He's doing a good job.

He pats the dog on the head and takes the shoes. Steven gets  
up and makes his way to the bathroom.

INT. BATHROOM - CONTINUOUS

As Steve takes a pee, he SEES out the window a family packing  
up their car, others standing around staring at something in  
the distance. A HELICOPTER flies overhead.

STEVE

Neighbors are moving. I think they're  
tired of earthquakes.

He finished and flushes.

INT. LIVING ROOM - CONTINUOUS

Steve enters the living room. The television is playing a  
news broadcast.

NEWSCASTER

...with little damage reported to  
the southland area. People are advised  
not to panic...

STEVE

Hon, something's on the table 'bout  
the quake.

Jasmine sits up in bed, yelling out to Steve.

JASMINE

Dylan out there?

Steve turns, looking for Dylan when the doggie door pops  
open and Dylan crawls through.

STEVE

What have you been up to, Sport?

DYLAN  
(holding his gun)  
Shooting aliens.

Steve musses up the boy's hair, smiling.

JASMINE  
(entering)  
Coffee?

Steve mumbles an affirmative as he exits.

EXT. JASMINE'S HOUSE - CONTINUOUS

Steve picks up the morning paper and opens it. He doesn't notice the DOZENS of neighbors quickly packing up and rushing to get away as he reads the paper oblivious.

JASMINE (O.S.)  
You want milk with your coffee?

Jasmine appears behind him, her view, too, obscured by the open newspaper. Suddenly another HELICOPTER room overhead.

Annoyed, Steve lowers his paper.

STEVE AND JASMINE'S POV

As the paper is lowered we SEE the helicopter SWOOP down.  
As it flies away we SEE...

THE ALIEN CRAFT

Covering all of Los Angeles. This is the first time we see the entire craft. It is stupendous. Steve's jaw hits the floor. The milk goes CRASHING as Jasmine SCREAMS.

CUT TO:

INT. STAIRWELL - DAY

Running for all he's worth, David sprints down the stairs.

INT. COMPACT CABLE OFFICE - CONTINUOUS

Dashing off the stairs, David stops seeing that the room is now completely empty. The wall of monitors play for no one.

David walks up to one, adjusting the volume.

T.V. - CNN BROADCAST - (DISTORTED BROADCAST SIGNAL)

A space ship logo spins next to the words VISITORS: CONTACT OR CRISIS. Wolf Blitzer comes on screen live from the Pentagon.

WOLF BLITZER  
Pentagon officials are reporting  
more ships have just arrived over  
the capitals of India, England and  
Germany.

As he speaks we get quick glimpses of the other ships.

MARTY (O.S.)

I know, babycakes. Calm down.

David spins around at the sound of the voice but the room is still empty. David leans down and looks under a desk where he finds Marty still on the phone with his wife.

DAVID

Tell her to get the kids and leave town.

MARTY

What happened?

DAVID

(yells)

Just do it!

Marty realizes David is dead serious.

MARTY

Babycakes, pack the kids up and take them to your mother's. Don't ask. Go.

Mary hangs up, crawls out from under the table.

MARTY

Okay, why did I just send my family to Atlanta?

DAVID

Remember I told you that the signal hidden within our satellite signal is slowly recycling down to extinction.

MARTY

Not really...

DAVID

That signal. It's a countdown.

MARTY

(confused)

A countdown to what?

DAVID

Think. It's like in chess. First you strategically position your pieces. Then, when the timing's right. You strike.

David motions to the television.

BLITZER

...there are additional unconfirmed sightings over Japan, the Mediterranean, and China...

DAVID

They are positioning themselves all over the world and using this one signal to synchronize their efforts. In approximately six hours the signal

will disappear and the countdown  
will be over.

MARTY

Then what?

DAVID

Checkmate.

Marty takes a beat to digest. Then, grabbing the phone....

MARTY

I gotta call my brother, my bookie,  
my lawyer... fuck my lawyer...

David also grabs a phone. Suddenly the bank of monitors  
synchronize into one enormous image across the entire video  
wall; the President addressing the nation.

INT. PRESS ROOM, WHITE HOUSE - SAME

The President stands at the podium giving his address.

PRESIDENT WHITMORE

My fellow Americans, a historic and  
unprecedented event has taken place.  
The question as to whether or not we  
are alone in the universe has been  
answered...

ANGLE - SIDE ENTRANCE TO PRESS ROOM

As Constance watches the President, she unconsciously mouths  
the words of his speech, after all, she did write them. A  
PRESS AIDE tugs on her sleeve. She tries to wave her off.

PRESS AIDE

He says he's your husband.

Her expression drops. She takes the phone from her.

CONSTANCE

What do you want?

DAVID

(filtered)

You have to leave the White House.

CONSTANCE

This is not the time or the place to  
have this same old discussion.

INT. COMPACT CABLE OFFICES - SAME

DAVID

You don't understand. You have to  
leave Washington.

INT. SIDE OFFICE, WHITE HOUSE - DAY

Impatient, Constance tries to get off the phone.

CONSTANCE

In case you haven't noticed, we're  
in a little bit of a crisis here.

DAVID

(filtered)

I've worked with embedded loading.  
They're communicating with a hidden  
signal. They're going to attack...

CONSTANCE

You're being paranoid.

DAVID

(filtered)

It's not paranoia. The embedding is  
very subtle. It's probably been  
overlooked...

Constance hangs up. Her face betrays mixed emotions.

INT. COMPACT CABLE OFFICES - SAME

David stares at the phone, pissed. Something on T.V. catches  
his attention. Through the snowy image he SEES...

PRESIDENT WHITMORE

(filtered)

...My staff and I are remaining here  
at the White House while we attempt  
to establish communication...

Hanging up the phone, David sprints for the exit.

PRESIDENT WHITMORE

...so remain calm. If you are  
compelled to leave these cities,  
please do so in a safe and orderly  
fashion.

SMASH CUT TO:

CABS SLAMMING TOGETHER - NEW YORK CITY STREETS

The rush to get away creeps slowly as cars jam the streets  
in total grid-lock. David pedals his bike furiously through  
traffic.

EXT. GEORGE WASHINGTON BRIDGE - NEW YORK - DAY

The mass exodus has reached the bridge. Total congestion.

David fights his way through.

EXT. CLIFFSIDE, NEW JERSEY - LATER

The New York skyline behind him across the Hudson, David  
jumps off his bike, and races towards a row of tract houses.

EXT. MOISHE'S TRACT HOUSE - SECONDS LATER

David BANGS on the door. It flies open. Moishe is holding a  
hunting rifle, pointing it at David.

DAVID

Pops!

MOISHE

The television said they've started  
with the looting already. Vultures.

DAVID  
You still got the Olds?

MOISHE  
You want to borrow the car? You don't  
have a license.

DAVID  
That's okay. You're driving.

CUT TO:

INT. JASMINE'S HOUSE - DAY

Steve, wearing his Marine flight officer uniform, shoves the  
last of his things into his duffel bag. We notice there are  
small figurines of dolphins everywhere. Jasmine hovers  
nervously behind him.

JASMINE  
You can't go. Call them back.

STEVE  
Baby, you know how it is. I have to  
report to El Toro right away.

JASMINE  
You said you were on leave for the  
Fourth.

STEVE  
They cancelled it. Why are you acting  
like this?

Jasmine grabs the blinds and yanks them away. We SEE the  
alien craft through the window.

JASMINE  
Why? That's why. That thing scares  
the piss out of me.

EXT. DEBROW HOUSE - CONTINUOUS

Dylan sits behind the wheel pretending to drive. Steve grabs  
him, pulling him out. He reaches into his duffel, grabs a  
small brown paper bag.

STEVE  
Here. I got these for you. Be careful  
with them.

Dylan opens the bag; fireworks. Jasmine walks over.

DYLAN  
Cool.

Steve tosses his gear into the back, opens his door.

JASMINE  
Wait. I have to tell you something.

STEVE

What?

JASMINE  
(loses her nerve)  
Be careful.

STEVE  
Look, after your shift tonight, why  
don't you grab Dylan and come stay  
with me on base.

JASMINE  
Really? You don't mind?

STEVE  
(smiling)  
Naw. I'll just tell my other  
girlfriends they can't come over  
tonight.

Pissed, she hits him. He loves it.

JASMINE  
You know, you're not as charming as  
you think you are.

STEVE  
Yes, I am.

JASMINE  
Dick-weed!

STEVE  
Butt-munch.

They kiss. Steve hops into his car and peels out. Jasmine  
takes the bag from Dylan.

JASMINE  
I'll take these.

DYLAN  
Moooooooooooo...

CUT TO:

EXT. JERSEY - HIGHWAY - LATER THAT DAY

A perfectly preserved '68 Olds drives cautiously down the  
highway. Around him we see other cars packed to the gills as  
they make their escape from New York.

INT. OLDS - SAME

Not the most confident driver, Moishe holds the steering  
wheel close to his chest.

MOISHE  
It's the White House, for crying out  
loud. You can't just drive up and  
ring the bell.

DAVID  
Can't this thing go any faster?



MOISHE

You think they don't know what you know? Believe me, they know. She works for the President. They know everything.

DAVID

They don't know this.

MOISHE

And you're going to educate them? Tell me something, you're so smart how come you spent eight years at M.I.T. to become a cable repairman?

DAVID

Dad...

MOISHE

All I'm saying is they've got people who handle these things, David. They want HBO, they'll call you.

CUT TO:

INT. HOTEL LOUNGE, LOS ANGELES - LATE AFTERNOON

Mrs. Whitmore is at a house phone. Behind her we see several news crews waiting for interviews.

PRESIDENT WHITMORE

(filtered through  
phone)

I want you out of there.

MARGARET

You're staying there to keep people calm. It's the right thing to do. I'm not going to let them criticize you for it.

INT. WHITMORE BEDROOM - WHITE HOUSE - SAME

The President sits on his bed, his daughter lays next to him, watching T.V. The signal distortion is getting worse.

PRESIDENT WHITMORE

Okay, fine but the second your interviews are done, I have a helicopter ready to take you to Nellis Air Force...

MARGARET

(filtered)

How's the munchkin?

PRESIDENT WHITMORE

She's glued to the T.V., just like the rest of the world. I love you too. Here she is...

He hands Patty the phone as General Grey and Nimziki appear in the doorway. The President walks over to them.

GENERAL GREY

More ships keep arriving, fifteen in total so far.

NIMZIKI

This is crazy. We're loosing our first strike capabilities!

GENERAL GREY

We're trying to communicate with them on all frequencies but we're getting nowhere. Atlantic Command is working on a type of visual communication.

PRESIDENT WHITMORE

What the hell are they up to?

CUT TO:

EXT. TRAILER PARK - NIGHT

A long crowded highway of people trying to escape from Los Angeles can be seen in the distance. The huge space craft hovering behind them.

Miguel is on the roof of the trailer, adjusting the T.V. antenna trying to get a picture. Suddenly the image clears and we SEE a group of people in a crowded hallway.

REPORTER

(filtered)

...a local crop duster was arrested today attempting to land at Edwards Air Force Base...

On the T.V. we SEE Russell being escorted to a police car.

Mortified, Miguel can't believe what he's seeing.

RUSSELL

They've got to do something. I was abducted by space aliens ten years ago. They did all kinds of experiments on me. They've been studying us for years, learning our weakness. We've got to do something before they kill us all!

TROY

Just as Troy starts to climb up, Miguel changes the channel to Mrs. Whitmore. Troy sits down next to Miguel.

MRS. WHITMORE

(filtered)

...we need to remain calm. As more people decide to leave the cities, safety is key...

MIGUEL

Troy, you remember Uncle Hector, from Tucson?

TROY

He's got that SEGA Saturn CD, 64

bit, right?

MIGUEL

Yeah. What would you think if we  
went there to live for a while?

TROY

That'd be cool!

Miguel thinks for a second, makes a decision.

MIGUEL

Pack up, we're going.

Miguel jumps down from the roof. Troy climbs down the ladder.

TROY

(yelling after him)  
What about Dad?

ALICIA AND OLDER BOY

Kissing. It's getting hot. Alicia laughs, pushes him away.

OLDER BOY

This could be our last night on Earth.  
You don't want to die a virgin, do  
you?

ALICIA

What makes you think I'm a virgin?

The Older Boy is taken off guard. Before he can answer the  
tarp they were hiding under is ripped away. Miguel stands  
there.

MIGUEL

Come on, we're going.

ALICIA

I'm not going anywhere...

Miguel grabs her by the wrist and pulls her away.

EXT. FREEWAY - OUTSIDE WASHINGTON - NIGHT

We see the long highway leading to Washington, the space  
ship hovering above it. One side of the freeway is packed  
solid, the other completely empty, save for one car...

INT. MOISHE'S OLDS - NIGHT

Moishe looks to the other side of the freeway, jam packed.  
On his side, they are the only car for miles.

MOISHE

The whole world is trying to get out  
of Washington and we're the only  
schmucks trying to get in.

As Moishe drives, David distracts him as he unpacks his  
backpack unloading his laptop. He grabs a CD.

MOISHE

What the hell is that?

DAVID

This, pops, is every phone book in America.

MOISHE

You think an important person like Constance is going to be listed?

DAVID

She always keeps her portable phone listed, for emergencies. Sometimes it's just her first initial, sometime her nickname...

David starts to look it up. Suddenly...

DOZENS OF CARS HEADING STRAIGHT FOR THEM

In the attempt to get out, hundreds of cars have been re-directed by the military to use the opposite side of the highway.

MOISHE

Oh my God!

Moishe SWERVES violently to avoid collision, barely missing the oncoming traffic. Dodging right to left, Moishe hangs on for dear life.

A Military Office, assisting in diverting the cars turns just in time to see the Olds whiz by.

David and Moishe are bounded around the inside of the car as Moishe tries to veer through traffic.

Suddenly A TRUCK blocks off their only escape route.

Moishe turns HARD and drives up onto the right shoulder.

OVERHEAD ANGLE - OLDS AND TRAFFIC

The Olds is the only car in headed that direction. Using the shoulder, swerving to miss barricades, they drives off an exit ramp.

DAVID

Nice driving, pops!

Dangerously close to a heart attack, Moishe is, for once, at a loss for words. Over their adrenaline pumped faces...

MALE VOICE (V.O.)

...put your hands together for Sabrina!

CUT TO:

INT. STRIP CLUB - LOS ANGELES - NIGHT

A bikini-clad Sabrina twirls gracefully on the stage. As she comes to a stop we reveal Sabrina is actually Jasmine. She looks out into the audience and her expression DROPS.

REVERSE ANGLE - JASMINE'S POV - EMPTY CLUB

Five strippers and eight customers. All crowded near the television watching the news.

ANGLE T.V. - ROOFTOP - LOS ANGELES

Helicopter footage of people gathered on the rooftops of downtown Los Angeles holding up drawings of space aliens.

NEWSCASTERS

(filtered)

...from the "it could only happen in California" file, hundreds of UFO fanatics have gathered on the rooftops of downtown Los Angeles, welcoming the new arrivals...

INT. DRESSING ROOM - CONTINUOUS

Jasmine storms into the dressing room. Wiping off her makeup, she sits down next to TIFFANY who watches the same report on a small b&w.

JASMINE

I can't believe I even came in tonight. What was I thinking?

TIFFANY

(re: T.V.)

Isn't this cool? And you thought I was nuts. Oh, look, I brought mine with me.

Tiffany holds up a drawing of a space alien.

JASMINE

You're not thinking of joining those idiots?

TIFFANY

I'm going over there soon as I'm off. Wanna come?

Jasmine turns to Tiffany, dead serious.

JASMINE

Tiffany, I don't want you to go up there. Promise me you won't.

(Tiffany pouts)

Promise!

TIFFANY

I promise.

JASMINE

Okay. I'm gone. I'm outta town for a while.

Her boss MARIO enters and walks over to his private office in back. He opens the door and finds Dylan playing with his dog, Boomer.

MARIO

What the hell's your kid doing here?

Jasmine rushes past picking up Dylan and carrying him away as she heads for the exit. Boomer follows.

JASMINE

You try to find a sitter today.

MARIO

Where do you think you're going? You leave, you're fired.

JASMINE

(out the door)

Nice working with you, Mario.

CUT TO:

EXT. WASHINGTON D.C. - NIGHT

The streets are nearly deserted. Millions of small lights on the underbelly of the craft cast strange reflections on the streets below. The Olds drives on its way towards the Capitol building.

INT. OLDS - CONTINUOUS

David types frustratedly on his laptop.

MOISHE

Not listed, huh?

DAVID

I just haven't found it yet. I tried C. Halbrook, Connie Halbrook, Spunky Halbrook...

MOISHE

Spunky?

DAVID

College nickname.

MOISHE

You try Martin?

DAVID

She didn't take my name when we were married.

Moishe shrugs. David gives it a shot. Finds it. The machine BEEPS.

MOISHE

(sarcastic)

So what do I know?

CUT TO:

INT. LOCKER ROOM - EL TORO MARINE CORPS STATION - NIGHT

A crowded locker room. Steve enters.

MALE VOICE (O.S.)

Where the hell've you been?

STEVE

Ah, were you guys waiting for me?

Several Marines throws towels at Steve as he makes his way to his locker. His best friend, JIMMY, sits next to him.

JIMMY

Can you believe it? This is serious shit, Stevie. They've recalled everyone!

As Steve sits he SEES some envelops stuck into the side of his locker.

STEVE

Well, the mail's still working.

He flips through the envelops and FREEZES when he sees one with the NASA insignia on it. Jimmy snatches it away from him.

JIMMY

Junk mail. You don't want this.

Steve quickly snatches it back, right it open and reads. From the disappointment on his face we can tell it's bad news.

Realizing, Jimmy puts a hand on Steve's shoulder.

JIMMY

I don't believe it. They make you learn how to fly everything from an Apache to a Harrier and still they turn you down? What else do they want you to learn?

STEVE

How to kiss ass.

Steve crumples at the letter and tosses it. Angrily he opens his locker. Pasted on the locker door we see photos of Jasmine next to the photos of the space shuttle, Apollo Missions, and a NASA insignia bumper sticker.

As Steve stuffs his jacket into the locker, something falls out. Before Steve can grab it, Jimmy snatches it up first.

JIMMY

(embarrassed)

Jasmine has this thing for dolphins. I had them make it...

STEVE

I thought you said you were doing to break it off.

Steve snatches it back, embarrassed.

JIMMY

Steve, listen to me, you're never gonna get to fly the space shuttle if you marry a stripper.

Steve knows he's right. He's torn.

CUT TO:

EXT. WHITE HOUSE - MOMENTS LATER - NIGHT

The Olds stops near the White House. From here we can SEE tanks and armed patrols. A small group of protesters have gathered, upset about the military hardware. Signs: "Don't provoke" "Violence begets Violence."

INT. OLDS - CONTINUOUS

David adjusts a small portable satellite, connecting it to his phone and laptop computer.

MOISHE

So, you want to ring the bell or should I?

David flips open the phone, dials the number on the screen.

DAVID

Perfect, she's using it.

MOISHE

It's perfect the line is busy?

DAVID

Yes. I can use the signal to triangulate her exact position in the White House.

MOISHE

You can do that?

Shooting his father a look.

DAVID

(sarcastic)

All cable repairmen can.

INT. WHITE HOUSE - HALLWAY - MOMENTS LATER

Constance is just finishing a call on her cellular phone.

CONSTANCE

...Sally, take my cat with when you leave. No I'm staying here at the White House. Take care.

The moment she hangs up, it RINGS. Surprised, she answers.

CONSTANCE

What?

DAVID

(filtered)

Connie, don't hang up.

CONSTANCE

David? How'd you get this number?

DAVID

Walk to the window. Right in front of you.



Constance looks up to the large glass windows. She walks over to it, looking out.

CONSTANCE  
What am I looking for?

CONSTANCE'S POV - STREET - OLDS - DAVID

Between two of the tanks outside, Constance can SEE David standing on top of the Olds across the street. Moishe steps out, waves. Constance is stunned.

CONSTANCE  
(to herself)  
How does he do that?

CUT TO:

INT. BRENNON TRAILER - NIGHT

Sulking, Alicia sits in back with he walkman on. Troy sleeps while Miguel drives. Suddenly Miguel his the brakes, as something comes SAILING DOWN FROM THE SKY.

We realize it's the B-WING PLANE landing on the stretch of roadway directly in front of them.

EXT. ROADWAY - CONTINUOUS

The plane lands, skids into a turn. Russell jumps out, walks over to the trailer. We can tell he's drunk again.

MIGUEL  
They let you out?

RUSSELL  
Just what the hell do you think you're doing?

Miguel moves to meet Russell away from the trailer, not wanting the others to hear.

MIGUEL  
We're leaving, don't try and stop us.

RUSSELL  
You're not going anywhere. You hear me? I'm still your father.

Miguel explodes, this has been building up for some time.

MIGUEL  
No, you're not! You're just the man who married my mother. You're nothing to me!

Russell is momentarily silent, stunned. Recovering...

RUSSELL  
Troy's still my son no matter how you feel about me.

MIGUEL  
For once in your life think about

what's best for Troy. Who has to beg  
for money to buy him medicine when  
you screw up? Who?

Suddenly we hear glass CRASHING. Both men spin to find Troy  
standing behind them.

TROY  
Stop it! I'm not a baby! I don't  
need your stupid medicine. I don't  
need anyone to take care of me!

Miguel leans down to see the broken MEDICINE BOTTLE on the  
floor. Miguel rushes over to him, furious.

MIGUEL  
You know what this stuff costs? Do  
you want to get sick again!? Do you!?

Frustrated, Miguel shoves Troy aside and heads back into the  
trailer. Wobbly from the drinking, Russell stands there  
pathetically, watching.

EXT. ANDREWS AIR FORCE BASE - NIGHT

A large group of press rush over toward FOUR APACHE  
HELICOPTERS, each refitted with a large LIGHT BOARDS, as  
they slowly lift off the ground. Cameras flash, reporters  
yell questions to the Officers assigned to keep them at bay.

Several news organizations do stand up remotes. We TRACK  
past them to the CNN crew.

CNN REPORTER  
What you see behind me are four Apache  
helicopters...

INT. BRIEFING ROOM - WHITE HOUSE - SAME

On the television plays the CNN broadcast. The reception is  
intermittently disrupted.

CNN REPORTER  
(filtered through  
T.V.)  
...each has been refitted with what  
Pentagon officially hope will be our  
first step in communicating with the  
alien craft...

We WIDEN to reveal a large contingent of military personnel  
along with the President's chief advisors gathered around  
several monitors, (the center monitors are momentarily blank).

Suddenly everyone snaps to attention as the President enters.

PRESIDENT  
Where are we?

GENERAL GRAY  
They're in the air.

CUT TO:

INT. OFFICE OF THE COMMUNICATIONS DIRECTOR - SAME

Moishe inspects a photo of Constance with the President, impressed he nods with approval.

MOISHE  
(to himself)  
Very nice.

Constance is looking at David's laptop displaying the breakdown of the alien signal.

CONSTANCE  
And when is the countdown supposed to expire?

DAVID  
(checking)  
Fifty six minutes, forty five seconds.

Constance runs her fingers through her hair, exasperated.

Moishe turns, listens.

CONSTANCE  
What do you want me to do?

DAVID  
I want you to leave with us. Right now.

CONSTANCE  
I can't leave. We have to tell this to the President.

DAVID  
He's not going to listen to me.

Surprised at his son, Moishe steps forward.

MOISHE  
Sure he'll listen. Why wouldn't he?

DAVID  
Because last time I saw him I punched him in the face.

MOISHE  
You punched the President in the face?

DAVID  
He wasn't the President then.

CONSTANCE  
David thought I was having an affair, which I wasn't.

MOISHE  
Punched the President? Oh my god.

APACHE HELICOPTERS

ZOOM by overhead. In the distance we see they are headed for the enormous alien craft.

INT. HELICOPTER - PILOT - CONTINUOUS

The PILOT adjusts his radio.

PILOT  
Echo one, we are closing in.

EXT. SKIES - CONTINUOUS

The choppers alter their formation, aligning themselves alongside one another. As the helicopters near the craft, we see how tiny they appear against the gargantuan space ship.

INT. HALLWAY - ELEVATORS - WHITE HOUSE - MINUTES LATER

The elevator doors open and Moishe steps out, overwhelmed and impressed. Constance leads them down the hall. Moishe turns to David, whispers.

MOISHE  
If I had known I was going to meet  
the President, I'd a worn a tie.  
Look at me, I look like a schlemiel.

INT. OVAL OFFICE - CONTINUOUS

The Office is empty as the trio walks in. Moishe can't believe he's in there. He straightens himself up, combs his hair.

CONSTANCE  
Wait here. I'll be right back.

David sets up his laptop.

MOISHE  
Not on his desk.

INT. BRIEFING ROOM - NIGHT

The middle monitors are now on. They show the night vision P.O.V. of the helicopters as they approach. On the side monitors we SEE the various news broadcast of this event.

NEWSCASTER  
(filtered)  
...the helicopters are making their  
final approach...

On the middle monitor, through the night vision camera on the lead helicopter we SEE the side of the craft as the helicopters near. Everyone in the room watches, tense.

Constance enters and kneels down next to the President, whispering in his ear. The President gets up and follows Constance. Chief of Staff Nimziki objects.

NIMZIKI  
You're leaving now?

The President silences him with a look. As they exit.

CONSTANCE  
I don't know how you put up with  
him.

PRESIDENT

He used to run the NASA. He knows  
where all the bones are buried. Comes  
in handy.

CONSTANCE

I'll bet.

INT. OVAL OFFICE - SAME

The door flies open and Constance and the President enter.

The moment President Whitmore sees David, he freezes.

PRESIDENT

What the hell's he doing here?

Moishe, bursting, steps forward.

MOISHE

Moishe Martinsburg, Mr. President.

CONSTANCE

My ex-husband works in satellite  
communications.

PRESIDENT

I don't have time for this...

With a BANG, David suddenly KNOCKS everything off the  
President's desk and starts to draw on the ink blotter.

DAVID

It's about "Line o sight," Mr.  
President...

David draws a circle representing Earth and a smaller circle  
just away from it. The President reluctantly nears.

DAVID

...If you wanted to coordinate with  
ships all over the world, you couldn't  
send one signal to every place at  
the same time. That's called line of  
sight...

Drawing a line from the ship of either side of the Earth, we  
SEE that you could not send a signal to the other side.

DAVID

...you'd need to relay your signal  
using satellites...

David draws small satellites surrounding Earth.

DAVID

...to reach each ship. I have found  
a signal hidden inside our own  
satellite network.

Suddenly an aide, ALEX, appears in the doorway.

ALEX

Excuse me, Mr. President. They're  
starting.

The President turns to the monitor in his office. We SEE the helicopters turning on the light boards affixed to the front of their cockpits. He turns back to David.

DAVID

Mr. President, they are using our own satellites against us and the clock is ticking.

EXT. HELICOPTERS - SAME - NIGHT

The large light panels TURN ON, multi-colored lights slowly begins to flash in a repeating sequential patterns.

REVERE ANGLE - HELICOPTERS AND SPACE CRAFT

The helicopters are puny little specs next to this Goliath.

The light boards continues to FLASH but there is no reaction from the ship.

INT. BRIEFING ROOM - SECONDS LATER

Everyone is glued to the monitors as the President storms in.

PRESIDENT

General Grey, co-ordinate with Atlantic Command. Tell them they have twenty five minutes to get as many people out of the cities as they can.

GENERAL GREY

But Mr. President...

PRESIDENT

And get those helicopters away from the ship. Call them back immediately.

General Grey obeys, turning to an assistant who quickly grabs a phone. Nimziki steps up to the President.

NIMZIKI

What the hell's going on?

PRESIDENT

We're leaving.

An AIDE motions to the monitors.

AIDE

They're responding.

The room goes silent, everyone turns to the monitors.

MONITOR - NEWS PROGRAM & NIGHT VISION VIDEO

On all screens we SEE the space ship as a long thin line of WHITE LIGHT suddenly emits from the side of the craft, illuminating the four Apache Helicopters.

EXT. APACHE HELICOPTERS - SAME

The light boards are overpowered by the bright light coming from the space craft. Suddenly with a loud SCREECHING NOISE, the white light spills out as the huge OPENING unfolds at the side of the craft.

The four helicopters have to flight to hold their positions, as something powerful emits from the schism in the ship.

Then like a gigantic bug-zapper, the four pesky little Apache Helicopters are BLOWN OUT OF THE SKY, one by one. They leave no time to retreat.

INT. HOTEL SUITE - NIGHT

Mrs. Whitmore packs her bag, as the horrifying image of the destruction of the helicopter replays on the T.V.

SECRET SERVICEMAN

Mrs. Whitmore? The President has ordered the evacuation. We have to leave, now.

She slams her valise SHUT and quickly exits.

POLICE HELICOPTER

SOARS over us, headed directly for downtown Los Angeles.

EXT. ROOFTOP - SAME

The UFO true believers are still there, holding up their signs. Making her way through several of them we see Tiffany.

She looks up to the spacecraft above.

TIFFANY

(awed)

It's beautiful.

She digs her drawing of an alien out of her purse as she excitedly rushes up to the others. She holds it up to the sky, proudly.

POLICE HELICOPTER

From out of nowhere the helicopter LIFTS up over the side of the building, shining its spotlight down the believers below.

POLICE (P.A.)

...we are evacuating the city. Please leave the building at once.

The sign holders begin to "boo" the police, ignoring them.

EXT. CITY STREET - PASADENA THROUGHWAY - SAME

The freeway is packed on both sides, every car headed out of town. There is no opposing traffic.

INT. JASMINE'S CAR - SAME

Dylan holds Boomers as Jasmine drives. The news plays over her car radio.

RADIO VOICE

...authorities have called for a complete evacuation of Los Angeles County. People are advised to avoid the highways whenever possible.

JASMINE

Now he tells me.

EXT. WHITE HOUSE - SAME

The President stops on his way to the Presidential helicopter as an aide brings his daughter outside. The President ushers her into the helicopter. He turns back and see a military guard holding back Moishe and David.

PRESIDENT

They're okay. Let them on!

INT. HELICOPTER - CONTINUOUS

The President steps inside, turns to General Grey.

PRESIDENT

Is my wife in the air?

GENERAL GREY

She should be shortly.

David flips open his laptop which reads: 09:07. 09:96...

EXT. WHITE HOUSE LAWN - HELICOPTER - CONTINUOUS

The Presidential helicopter lifts off as several other helicopters wait behind, people filing into them.

EXT. ROOFTOPS - LOS ANGELES - SAME

The Police helicopter is still flashing their lights at the UFO believers who refuse to budge. Suddenly the entire rooftop is BATHED IN WHITE LIGHT. They all grow silent staring up at the craft.

Above them another SCHISM has opened at the bottom of the craft, the white light spilling out.

As though the heavens had opened, the UFO believers lift their arms, waiting to be taken.

BELIEVERS

Take me! No, take me! Take me!

Slowly, this beam of light from the base of the ship INTENSIFIES directly on the top of this building.

EXT. HELIPORT - SAME

Standing on this rooftop heliport directly across from the UFO believers, the First Lady watches them, concerned.

SECRET SERVICEMAN

(yelling over  
helicopter)

Mrs. Whitmore!

Reluctantly, the First Lady turns and runs for the helicopter.



The door is shut and the helicopter takes off.

EXT. THE CAPITOL BUILDING - SAME

With a ROAR, the Presidential helicopter ZOOMS past, behind it we see an enormous SCHISM opening beneath the space craft.

EXT. WHITE HOUSE - SAME

Alex is helping people get onto the remaining helicopters.

Suddenly he is bathed in WHITE LIGHT. He looks up and sees the SCHISM, its WHITE BEAM coming directly down upon the White House.

EXT. EMPIRE STATE BUILDING - SAME

The pinnacle of this landmark is abruptly illuminated in WHITE LIGHT. We PAN UP to the space craft above, the beam intensifying from the SCHISM below the ship.

EXT. ANDREWS AIR FORCE BASE - SAME

The Presidential helicopter lands. The President and his group are ushered over to AIR FORCE ONE which stands only hundred yards away.

INT. AIR FORCE ONE - SAME

The door OPENS and the President and his advisors rush in.

David flops down into a seat, quickly flips open his laptop which reads: 00:05, 00:04...

EXT. ROOFTOP - LOS ANGELES - SAME

As the light amplifies, the believers chant, louder and louder. Suddenly the white light DISAPPEARS. The believers are stunned. In a brief moment it is replaced with a BLAST.

A DESTRUCTION BEAM BLASTS down onto the rooftop, splintering everything there, Police helicopter included, into a billion tiny particles.

Tiffany is the epicenter, from here the WALL OF DESTRUCTION GROWS outwardly, destroying everything in its path.

EXT. EMPIRE STATE BUILDING - SAME

Just as the BLAST HITS, the historic building is DECIMATED.

EXT. WHITE HOUSE LAWN - SAME

Alex shuts the door on a helicopter. As he steps back the white light VANISHES. He looks up as the BLAST replaces the beam.

ANGLE - WHITE HOUSE

Just as one of the helicopters pass us, the White House SPLINTERS BEFORE OUR EYES.

EXT. ANDREWS - RUNWAY - AIR FORCE ONE - SAME

Air Force One quickly taxis down the runway toward us.

Behind them in the distance we can SEE the DESTRUCTIVE beam GROWING OUTWARDLY from the epicenter.

THE CAPITOL BUILDING

The WALL OF DESTRUCTION reaches the Capitol Building, fragmenting into a trillion particles.

THE PENTAGON

Washed under the WALL OF DESTRUCTION, the Pentagon, too, is blown to smithereens.

INT. AIR FORCE ONE - SAME

Thick with tension. Everyone is white-knuckled, anxious for take off as they taxi quickly down the runway.

EXT. ANDREWS - RUNWAY - AIR FORCE ONE

Air Force one, full throttle. It LIFTS OFF just in time to miss the WALL OF DESTRUCTION as it rips apart the airport behind them, dangerously close.

WIDE ANGLES - WASHINGTON, D.C.

We SEE the WAVE OF DESTRUCTION growing outwardly from the epicenter, ENGULFING ALL OF WASHINGTON.

Air Force One is just barely making it out in time.

EXT. PASADENA FREEWAY - SAME

Jasmine's car is caught in traffic just outside the tunneled underpass at the Griffith Park Mountains.

RADIO NEWSMAN  
(filtered)  
...My God. It's destroying everything  
in its path. Widening...

Suddenly the radio CUTS OUT. Jasmine turns around and SEES...

JASMINE'S POV - FREEWAY & DOWNTOWN

Far off the devastation of downtown can be seen. The WALL OF DESTRUCTION growing towards us.

Reacting, Jasmine grabs Dylan and dashes out of the car.

Boomer follows. Every drivers who can, jumps out of their cars, running in all directions.

Jasmine heads for the tunnel.

ANGLE - FREEWAY

The grid-locked cars have nowhere to run as the WALL OF DESTRUCTION grows out from downtown. All the cars are WIPED OUT in a row, sitting ducks.

ANGLE - OVERPASS - BRIDGES

Packed with cars. They're quickly demolished as the WALL OF DESTRUCTION blasts by.

INT. TUNNEL - SAME

Jasmine turns back from the tunnel entrance.

JASMINE'S POV - WALL OF DESTRUCTION

Ever nearing, only moments away.

Jasmine spots an open MAINTENANCE ALCOVE deep within the tunnel. She runs to it, puts Dylan inside and climbs in after him.

Leaning back out, Jasmine looks for Boomer who stares at her, wagging his tail.

JASMINE

Boomer, come. Come boy!

Boomer LEAPS inside and Jasmine ducks to the side of the WALL OF DESTRUCTION hits the tunnel entrance, cars are JAMMED TOGETHER, SMASHING into one another.

Suddenly the car ARE BLOWN CLEAR THROUGH THE TUNNEL like so many toy Hot Wheel cars.

Inside the Maintenance alcove, Jasmine shields Dylan and Boomer with her body.

EXT. MANHATTAN - WIDE ANGLE - SAME

From a distance we WATCH as all of Manhattan is consumed from its center outwardly by the growing WALL OF DESTRUCTION.

Within seconds all of Manhattan is gone.

The WALL OF DESTRUCTION reaches its outer most edges and fades away.

The SCHISM under the craft slowly CLOSES. The ship now hovers over a completely wiped out Manhattan.

SLOW DISSOLVE:

INT. BRENNON TRAILER - PRE-DAWN

A hand adjusts the trailer radio.

RADIO

(filtered)

...reports are unclear as to the extent of the devastation, but from all accounts, Los Angeles, Washington and New York have been left in ruins...

Russell shoots a worried look over to Miguel. Suddenly Troy moves up to the front on wobbly legs.

TROY

Guys, I don't feel so good.

RUSSELL

When was the last time you had your  
medicine?

TROY  
Four days... five?

Troy looks really sick. Miguel is shocked.

MIGUEL  
But I gave you some this morning.

TROY  
I didn't take it. I thought I didn't  
need it anymore.

EXT. DESERT HIGHWAY - SAME

The trailer, with Russell's Bi-wing in tow, pulls over.  
Troy rushes out, vomiting on the side of the road. Miguel  
comes to his aide. Russell steps out and walks to the curve  
in the highway.

RUSSELL  
Miguel? Come take a look at this.

Reluctantly Miguel leaves his brother's side.

POV - RUSSELL AND MIGUEL

Below an entire valley filled with campers, trailers and  
busses. An instant refugee city, if you will, for as far as  
the eye can see. Spectacular.

CUT TO:

INT. EL TORO - BRIEFING ROOM - MORNING

Thirty-five pilots are being briefed by their Commanding  
Office, CAPTAIN WATSON who points to a fuzzy photograph of  
the craft over Los Angeles.

WATSON  
You will be the first wave in our  
counter attack. Though surveillance  
satellite reconnaissance has been  
impaired, we have a fix on our primary  
target.

Steve and Jimmy sit next to each other near the back of the  
room

STEVE  
(whispered)  
You won't exactly need radar to find  
it.

Jimmy chuckles. Watson is annoyed.

WATSON  
You want to add something to this  
briefing, Lt. Hill?

Steve smiles confidently.

STEVE

Sorry, Sir. Just real anxious to  
kick some alien ass.

Everyone chuckles, including Captain Watson.

EXT. EL TORO MARINE CORPS AIR STATION - MOMENTS LATER

Huge hangar doors open revealing an F/A-18 HORNET, one of  
the U.S.A.F.'s elite.

TARMAC - OVERHEAD SHOT

Thirty F/A-18s await take off on the tarmac as Technicians  
and Flight Crews race for position.

ENGINE BLAST

The heat waves momentarily obscure our view as the F/A-18s  
take to the air.

INT. AIR FORCE ONE - SAME

The President is deeply contemplative. Constance sits down  
next to him. She knows what he's thinking.

CONSTANCE  
You saved a lot of lives.

PRESIDENT  
I could have evacuated the cities  
hours ago.  
(beat)  
You know, when I flew in the Gulf  
War everything is simple. We knew  
what we had to do. It's not simple  
anymore, Connie. A lot of people  
died today. How many didn't have to?

Constance realizes there's no comforting him. She supports  
him silently by being there. General Grey comes over.

PRESIDENT  
Any news on my wife?

GENERAL GREY  
The helicopter never arrived at Nellis  
and there's been no radio contact.

The news rocks the President. They both know what that means.

GENERAL GREY  
The fighters are in the air.

Whitmore nods and follows the General to the back of the  
plane.

COMMAND CENTER - AIR FORCE ONE

Military Command has been set up on Air Force One, a kind of  
flying NORAD. Military and technical crew are seated at the  
controls. Nimziki is already there.

GENERAL GREY  
All satellites, microwave and ground  
communications with the cities are

gone. We believe we're looking at a  
total loss.

Maintaining his composure, the President looks up at the  
many tracking screens.

PRESIDENT  
Where are they?

GENERAL GREY  
(pointing)  
ETA with target; four minutes.

EXT. BLUE SKIES - TACTICAL FIGHTERS - SAME

Five F/A-18 fighters move into frame. As we WIDEN we REVEAL  
a total of 30 F/A-18s in attack formation, destination Los  
Angeles.

INT. STEVE'S FIGHTER - SAME

Steve pulls a long cigar out of his breast pocket.

STEVE  
(into radio)  
Jimmy crack corn, do you have victory  
dance?

INT. JIMMY'S FIGHTER - SAME

Jimmy pulls his cigar out. Examines it.

JIMMY  
(into radio)  
That is an affirmative. I have victory  
dance. Mmmmmmm.

STEVE  
(filtered)  
Don't get premature on me, Jimmy. We  
don't light up 'til the Fat Lady  
sings.

JIMMY  
I hear you.

INT. AIR FORCE ONE - PASSENGER SECTION - SAME

Air sick, David holds a "barf bag" as Moishe talks.

MOISHE  
It's Air Force One for crying out  
loud. Still he gets sick?

DAVID  
Moishe, please, don't talk.

Moishe pats his belly.

MOISHE  
Look at me, like a rock. Good weather,  
bad, doesn't matter.  
(motions with his  
hands)  
We can go up and down, back and forth,

side to side...

David can't take any more of this story and takes off running for the bathroom.

MOISHE

What I say?

Constance comes over, sits next to Moishe.

CONSTANCE

He still gets air sick, huh? In all of this I didn't get the chance to thank you two.

MOISHE

Think nothing of it, Spanky.

Constance smiles, corrects him.

CONSTANCE

Spunky. He told you about that?

MOISHE

(nods)

All he could think about was getting to you. There's still love there I think.

CONSTANCE

(sadly)

Love was never our problem.

MOISHE

All you need is love. John Lennon. Smart man. Shot in the back, very sad.

EXT. SKIES - SAME

In the distance we can see the devastated Los Angeles, the space craft still hovering above it. The Fighters zoom into frame.

INT. STEVE'S FIGHTER - SAME

Steve looks down, becomes worried.

STEVE

I shouldn't have left her.

JIMMY

(filtered)

Don't worry, big guy. I'm sure she got out of here before it happened.

Steve nods absently.

STEVE

Let's lock and load.

INT. AIR FORCE ONE - SAME

The center F/A-18 on the radar map begins to FLASH yellow, just under its image. We SEE a video display of its FLIR

(forward-looking infrared) targeting system, locked on.

TECHNICIAN

Los Angeles attack squadron has AMRAAM  
missiles locked on target.

TECHNICIAN #2

Washington and New York squadrons,  
reporting lock on.

GENERAL GREY

Fire at will.

EXT. STEVE'S FIGHTER - SAME

An Advanced Medium-Range Air-to-Air Missile (AMRAAM) DROPS  
down from the underbelly of the fighter, DARTING OFF.

Radar targeted, the missile BANKS hard, adjusting. We SEE it  
is joined by FOURTEEN other missiles, all rocketing towards  
their target.

EXT. ALIEN SHIP - SECONDS LATER

The missiles are headed straight for the alien ship.

Suddenly about a quarter mile before they reach it, they  
EXPLODE, as though blown out of the sky.

When the smoke clears we see there has been zero damage.

INT. STEVE'S FIGHTER - SAME

STEVE

Damn it!

JIMMY

(filtered)

I didn't even see them fire!

STEVE

Command, Eagle One. Switching to  
"sidewinders." We're moving in.

EXT. SKIES - SAME

In unison these amazing birds DIVE together, realigning  
themselves into six groups of five, spreading out to attack  
different areas of the ship.

STEVE'S GROUP

The first attack group, Steve's, are the first to near the  
colossal alien craft. Simultaneously they drop their AIM-9  
sidewinder missiles.

PACK OF AIM-9 SIDEWINDER MISSILES

They reach the same quarter-mile proximity and EXPLODE.

INT. STEVE'S FIGHTER - SAME

STEVE

They must have some kind of protective  
shield surrounding their hull. Pull



up.

Most of the fighters do, but one is too late and SMASHES into the ship's protective shield.

EXT. SKIES - SAME

Steve's squadron BANKS hard, skirting the edge of the ship's protective shield.

As the fighters approach, the alien ship's enormous ATTACK BAY doors OPEN. Suddenly DOZENS OF ALIEN ATTACKERS dart out towards our fighters.

STEVE  
(filtered)  
Evasive maneuvers! Check Six!

Just moving away in time, our Fighters barely dodge the oncoming enemy Attackers as they FIRE a HAILSTORM of FIREPOWER (tracker bullet-like lasers) showering the sky.

As Steve's plane DIVES, an Attacker follows. Jimmy's plane pulls up behind the attacker.

HEADS UP DISPLAY - HUD

Jimmy's HUD has the alien attacker in his sights.

JIMMY  
(filtered)  
Got you covered, Stevie.

Jimmy FIRES, another AIM-9 Sidewinder TAKES OFF.

ALIEN ATTACKER

The Sidewinder overtakes the attacker as Steve ROLLS AWAY out of position. Five yards before the sidewinder can get to the Attacker, it EXPLODES.

JIMMY  
Shit! They've got shields too.

STEVE'S FIGHTER

Banks back around to get a shot. Just as he turns, three American Fighters are BLOWN TO RIBBONS from Attacker tracer fire.

The Attackers are in hot pursuit of Jimmy's fighter. The Fighter flying next to Jimmy is DEMOLISHED.

STEVE  
Jimmy, roll right. I'll cover.

Jimmy's fighter narrowly rolls away from the tracer fire as Steve fires another Sidewinder, momentarily distracting the Attacker.

Jimmy falls in line with Steve as the attackers turn on them.

Both fighters jerk downwards at a ninety degree angle at MACH ONE. Narrowly missing the ground, they bank away. The Attackers can't follow.

INT. AIR FORCE ONE - SAME

Fighter after fighter begin to disappear from the display screens.

CONSTANCE  
We're losing them.

PRESIDENT  
Then get them out of there.

Suddenly one of the large radar display maps FIZZLES OUT.

TECHNICIAN  
We've lost the satellite.

Before he can adjust, another monitor FIZZLES AWAY.

EXT. LOS ANGELES - SAME

One by one we SEE the fighters getting TAKEN OUT. Fireballs litter the laser-tracer fire covered skies.

STEVE  
Maybe we can out run them. Follow my lead.

Jimmy and Steve bank away from the craft, hit the supercruise, BOLTING AWAY at Mach 2.

Both Jimmy and Steve are held tight against their seats, straining against the G-Force.

Two Attackers spot them and follow in hot pursuit.

Steve and Jimmy are flying at breakneck speeds, the attackers slowly gaining on them.

STEVE  
Jimmy, kick it! They're gaining.

JIMMY  
We're already over Mach 2!

STEVE  
So push it!

Readouts show the planes flying beyond measurement.

INT. JIMMY'S FIGHTER - SAME

As the planes accelerate, Jimmy fights to remain conscious.

JIMMY  
Stevie... I can't...

STEVE  
Jimmy, stay with me.

Jimmy slowly loses consciousness. His fighter slows, drifting off to the right.

STEVE  
JIMMY!

ALIEN ATTACKERS

gain on them. One catches up with Jimmy's fighter and FIRES.

JIMMY'S FIGHTER

Laser-tracers SHOWER the Fighter. It EXPLODES. Job done, his Attacker banks away, returning to Los Angeles.

STEVE

No!!!!

Steve's Attacker stays right with him, slowly gaining. Steve kicks his harder, keeping the distance.

CUT TO:

INT. EL TORO - AIR TOWER - SAME

A radar OPERATOR spots something on his screens. He turns to Captain Watson.

OPERATOR

We have incoming.

WATSON

Friendly?

OPERATOR

I don't think so.

Watson hits an alarm which ROARS.

EXT. EL TORO - TARMAC - SECOND LATER

A dozen PILOTS race out onto the field, running for their planes. Before anyone can reach them, the sky darkens with ALIEN ATTACKERS who STRAFE the runway.

INT. TOWER - SAME

Through the front glass of the tower we SEE the Attackers firing. One fires directly at the tower. Watson DIVES for cover as everything around him erupts into a gigantic FIREBALL.

WIDE ANGLE - EL TORO

The entire base goes up in flames.

CUT TO:

EXT. SKIES - FIGHTER & ATTACKER - SAME

Steve looks down over the side of his fighter.

STEVE'S POV - THE GRAND CANYON - SAME

Steve HITS THE BRAKES. Surprised, the Attacker SAILS PAST.

Taking the moment, Steve DIVES down INTO THE GRAND CANYON.

STEVE

(to himself)

Okay, jerk-off. Let's have some fun.

The Attacker recovers, dives after Steve who flies dangerously close to the canyon walls. The Attacker has trouble keeping up with him but does.

Steve puts on a clinic in advanced aerobatics, banking, diving, swerving.

The Attacker seems to be improving, following closer and closer.

Steve ducks into smaller canyons, twisting sideways. Still the Attacker follows close.

FUEL GAUGE - RUNNING LOW

Near empty. Frustrated, Steve gets pissed.

STEVE

Damn it!

Steve turns down a dead end side canyon. The Attacker is right on his tail.

STEVE

Let's see if you're fully equipped.

The Fighter is on a collision course with the end of the canyon wall. Suddenly Steve yanks his ACES II - EJECTION SEAT.

Steve SAILS UPWARDS into the air.

The Fighter CRASHES into the canyon wall.

The Attacker can't turn in time. He tries to pull up, over it, just misses the top of the canyon wall.

As the nose of the Attacker hits the tip of the canyon wall the Attacker is FLIPPED OVER, ROLLING END OVER END over the top of the canyon.

The parachute on Steve's ejection seat pops OPEN.

EXT. TOP OF CANYON -CONTINUOUS

Rolling end over end, the Attacker is banged up BADLY as it finally comes to a stop.

Not far away, Steve has a quick, hard, landing. Rolling over, Steve quickly pops the buckles on the chute and frees himself.

He stands and looks around. Spotting the beat up and incapacitated alien Attacker, Steve gets an angry resolved look. He marches over to the fallen alien Attacker. He scans it quickly, spots a type of door that has been knocked ajar.

With all his might, Steve YANKS the door OPEN.

AN ALIEN

For the first time we get a quick glance at these aliens, an odd hybrid creature with fluctuating skeletal structure.

The reason we only get a quick glance is because the moment it turns woozily towards us, Steve rears back and SLUGS HIM IN THE FACE, knocking the alien totally unconscious.

His anger finally subsiding, exhaustion taking over, Steve stands over the craft, slowly withdrawing the prized Victory Dance cigar. He lights it and takes a long angry puff.

STEVE

Now that's a close encounter.

CUT TO:

INT. TUNNEL - PASADENA FREEWAY - ALCOVE - SAME

It's dark. The hole Jasmine had entered is now blocked. She pushes but it won't budge. Exhausted, she ignites her lighter to get a better look around.

As it lights we SEE that we are inside a maintenance garage.

Jasmine rushes over to a phone but the line is dead. Taking Dylan by the hand she moves to the large garage doors but she can't open them.

She turns around and see a large maintenance truck, a huge land-mover shovel attached to the front. She smiles.

EXT. GARAGE DOORS - SECONDS LATER

With a ROAR the large door BLAST APART as the maintenance truck SMASHES through. Once out, Jasmine hits the brakes.

REVERSE ANGLE - JASMINE'S POV - DEVASTATED L.A.

Total devastation. Remnants of cars and buildings smoldering.

Three scattered survivors crawl from the wreckage. A nightmare of destruction. The space craft above, slowly leaving.

DYLAN

Mommy, what happened?

JASMINE

(astonished)

I don't know, baby.

CUT TO:

EXT. DESERT - REFUGEE TRAILER CAMP - DAY

We see dozens of trailers packing up their gear, some already on the road. Miguel talks with one of the drivers, then hurries away, running.

INT. BRENNON TRAILER - SAME

Russell wipes down Troy's forehead, he's burning up. Alicia brings over a cold compress.

RUSSELL

You know, you're just like your mother. She was stubborn too. I had to twist her arm to get her to take her medicine.

TROY

I'm sorry, Dad.

(beat; scared)

I'm not goin to die like mom, am I?

ALICIA

You're going to be fine.

Miguel comes rushing in, pulls Russell aside.

MIGUEL

I couldn't find anything. Everyone  
is packing up, they're leaving. Word  
is a space ship is heading this way.

RUSSELL

We should leave too.

MIGUEL

There's a group heading south, they  
said there's a hospital just a couple  
hours away. I think we should follow  
them.

Russell nods in agreement. A knock on the door. Alicia turns  
to find a handsome young boy, PHILIP in the doorway holding  
a bottle of pills.

PHILIP

Penicillin. At least it will help  
keep his fever down.

ALICIA

It's really nice of you to help us.

PHILIP

I wish I could do more but we're  
moving out.

ALICIA

(too eager)

We're going with you. I mean, we're  
going too.

PHILIP

Cool.

Alicia nods, smitten. Philip smiles charmingly and leaves.

CUT TO:

INT. AIR FORCE ONE - SAME

Back in the passenger section, the President sits with General  
Grey and Chief of Staff Nimziki. The Technician from the  
command module is briefing them.

TECHNICIAN

They must be targeting our satellites.  
We've lost all satellite  
communication, tracking and mapping.

GENERAL GREY

Have NORAD relay intelligence to our

on board computers?

The Technician nods and exits. Defeated, the President slumps sullenly.

GENERAL GREY

We've moved as many of our forces  
away from the bases as possible but  
we've already sustained heavy losses.

The President nods his approval absently. Coming out of the bathroom, David overhears.

NIMZIKI

I spoke with the Joint Chief when  
they arrived at NORAD. They agree,  
we must launch a counter offensive  
with a full nuclear strike. Hit 'em  
with everything we've got.

PRESIDENT

Above American soil?

NIMZIKI

If we don't strike soon, there may  
not be much of an America left to  
defend.

The Technician returns, his face is white with fear.

GENERAL GREY

What's the latest from NORAD?

OFFICER

It's gone, sir. They've taken out  
NORAD.

NIMZIKI

That's impossible...

GENERAL GREY

My God, the Vice President and the  
Joint Chiefs...

NIMZIKI

Mr. President, we must launch. A  
delay now would be more costly than  
when you waited to evacuate the  
cities!

That stings the President. He considers the option. David is shocked.

DAVID

You can't be seriously considering  
firing nuclear weapons?

CONSTANCE

David, don't...

David pushes past her.

DAVID

If you fire nukes, so will the rest  
of the world. Do you know what that

kind of fall out will do? How many  
innocent people...

The General gets up running interference. Constance tries to  
pull David back.

GENERAL GREY

(stern)  
Sir, I remind you that you are just  
a guest here...

CONSTANCE

(overlapping)  
David, please...

DAVID

This is insanity! You'll kill us and  
them at the same time. There'll be  
nothing left!

NIMZIKI

(interrupting)  
Sit down and shut up!

Suddenly Moishe is on his feet, interrupting.

MOISHE

Don't tell him to shut up! You'd all  
be dead, were it not for my David.  
You didn't do anything to prevent  
this!

As everyone is about to besiege Moishe, the President tries  
to calm him down.

PRESIDENT

Sir, there wasn't much more we could  
have done. We were totally unprepared  
for this.

MOISHE

Don't give me unprepared! Since  
nineteen fifty whatever you guys  
have had that space ship, the thing  
you found in New Mexico.

DAVID

(embarrassed)  
Dad, please...

MOISHE

What was it, Roswell? You had the  
space ship, the bodies, everything  
locked up in a bunker, the what is  
it, Area fifty one. That's it! Area  
fifty one. You knew and you didn't  
do nothing!

For the first time in along time, President Whitmore smiles.

PRESIDENT

Regardless of what the tabloids have  
said, there were never any space  
crafts recovered by the government.  
Take my word for it, there is no



Area 51 and no recovered space ship.

Chief of Staff Nimziki suddenly clears his throat.

NIMZIKI

Uh, excuse me, Mr. President, but  
that's not entirely accurate.

The President and General Grey turn to Nimziki, shocked.

SMASHED AND BURNED OUT CARS

laying across the roadway. Suddenly SMASH, Jasmine's  
maintenance truck BLASTS through.

EXT. HIGHWAY - CITY LIMITS - SAME

With the massive devastation in the b.g., Jasmine drives the  
maintenance truck down the highway. In the back, the few  
survivors she's found.

In the back, four INJURED PASSENGERS lay across the flatbed  
as a thin, older man, TEDDY tends to them.

INT. MAINTENANCE TRUCK - SAME

Jasmine spots a TALL MAN, his clothes in tatters RUNNING down  
the highway, his arms in the air.

TALL MAN

The end has come! He speaketh his  
word and the end hast come!

Jasmine pulls up along side him.

JASMINE

Hop on. We're heading out to El Toro.

TALL MAN

You cannot defy what has come, it is  
the end!

The tall man moves off, screaming to the heavens. As Jasmine  
watches him drift away she SEES...

OVERTURNED MILITARY HELICOPTER

Still smoldering from the crash. A woman can be seen inside,  
still alive. Jasmine jumps out.

JASMINE

Give me a hand.

Teddy joins Jasmine as they pry open the door. Inside, the  
pilots have been killed, but Mrs. Whitmore, THE FIRST LADY,  
lays there in great pain, blood across her blouse.

JASMINE

Let's get her out of here.

They erase her from the wreckage, laying her on the ground.  
Dylan comes over, standing next to his mother.

TEDDY

She's bleeding pretty bad.

Suddenly we HEAR the CLICKING of a rifle COCKING.

MALE VOICE (O.S.)

Who's got the key?

Jasmine turns and see a REDNECK leveling his rifle at her.

Behind him a small damaged sports car pulls up, packed to the gills with stolen, looted appliances.

REDNECK

(yelling to pals)

Looks like I've solved our transportation problem.

JASMINE

Hey, you're welcome to come with us.  
We're leaving here anyway...

REDNECK

We're not. Give me the key.  
(yelling back)  
Get 'em off.

Two GUYS rush from their vehicle over to the maintenance truck, pulling the injured off the tailback.

TALL MAN (O.S.)

Repent! Sinners! Repent! The end  
hast come!

Running up from behind, the Tall Man comes over screaming.

The Redneck turns his gun on him.

REDNECK

Back off. This ain't your business.

As the Redneck is distracted, Jasmine spots the bag of fireworks protruding out of Dylan's back pocket.

TALL MAN

You cannot go against the word,  
brother.

REDNECK

Sure I can.

The Redneck SHOOTs the Tall Man. His buddies laugh.

REDNECK

Now give me that key, bitch.

As he turns back to Jasmine, Boomer starts BARKING wildly.

Just as he turns to shoot the dog, Jasmine lights a key ROCKET from the fireworks bag. The rocket BLASTS into the Redneck, his shirt IGNITING ON FIRE.

The Redneck drops the rifle, attempting to put out the flames, his cronies rush to his aid. Jasmine picks up the gun, moves in on them.

JASMINE

This "bitch" was born in Alabama  
with a Daddy who loved to hunt.  
(cocking the weapon)  
So don't think for one second that I  
don't know how to use this.

She FIRES the rifle. Quickly the rednecks scamper away.

CUT TO:

EXT. DRY LAKE - DESERT - LATER

Dragging a heavy bundle wrapped in his parachute, Steve  
marches across the desert floor. The alien ARM/TENTACLE  
dangles out of the parachute.

Exhausted, Steve stops to wipe his brow. He hears something,  
turns around.

STEVE'S POV - THE TRAILER ARMADA

Several hundred of the trailers from the refugee camp are  
headed en mass towards him. Smiling, Steve signals them.

The trailers pull up on either side, surrounding him. Miguel  
leans out of his trailer.

MIGUEL  
(sarcastic)  
Need a lift?

STEVE  
When I flew overhead, I saw some  
kind of base, not far.

Confused, Miguel checks his map.

MIGUEL  
It's not on the map.

STEVE  
Trust me, it's there.

EXT. AIR FORCE ONE - LATER

Flying over the desert, Air Force One sails over an immense  
valley, Area 51 below - hangars, a few buildings, a small  
air strip, not much.

Super: N.I.A. Base - "Area 51", Nevada

EXT. RUNWAY - LATER

Air Force One lands. Wheels touch down, skid.

INT. HANGAR - LATER

The large hangar doors open and Air Force One is rolled  
inside. The President and his entourage are met by a  
contingent of base personnel led by field operative, LT.  
MITCHELL. He escorts them to a side hallway.

INT. HALLWAY - CONTINUOUS

Lt. Mitchell walks over to an odd wall switch as the President

and his entourage wait in the center of the hall. With a loud hydraulic HUM, the entire hallway begins to SINK DOWN, an enormous ELEVATOR.

PRESIDENT

Why the hell wasn't I told about this place?

NIMZIKI

Two words, Mr. President. Plausible deniability.

General Grey shoots Nimziki a pissed off look. When the elevator stops, a door SLIDES open.

INT. RESEARCH FACILITIES - CONTINUOUS

Stepping out of the elevator, they walk into a large state of the art, sterile clean research facility. It is amazingly well staffed and organized.

PRESIDENT

I don't understand. Where did all this come from? How did this get funded?

MOISHE

You didn't think they actually spent ten thousand dollars for a hammer and thirty thousand for a toilet seat, did you?

The President shoots him a look. They are greeted by a group of SCIENTISTS in white coats led by, DR. OKUN.

MITCHELL

Mr. President, I'd like to introduce you to Dr. Okun. He's been heading up our research here for the last fifteen years.

Dr. Okun is an odd, hyper-energetic man who's spent too much time in isolation.

OKUN

Mr. President, a real pleasure. They don't let us out much, you know.

PRESIDENT

(uncomfortable)

Yes.

OKUN

Well, I guess you'd like to see the big tamale? Follow me.

They walk up a ramp at the end of the room. Large heavily enforced doors SLIDE open.

INT. STORAGE LAB - CONTINUOUS

The group steps inside and nearly gasps at...

THE ALIEN ATTACKER

Just like the one that chased Steve. The entourage stares in horror and wonder. We can SEE the patch-work repairs they've made on the ship over the years.

OKUN

She's a beaut, ain't she?

Moishe leans close to David and Constance.

MOISHE

(smug)

Never any space ships recovered by the government, huh?

PRESIDENT

We've had this for forty years and you don't know anything about them?

OKUN

Hell no, we know tons about them. The nearest stuff has only happened in the last few days.

The President slowly walks around the ship as Okun talks.

David, mouth agape, just stares at it.

OKUN

See, we can't duplicate their type of power so we've never been able to experiment. But since these guys started showing up, all the gizmos inside turned on. The last twenty four hours have been really exciting!

PRESIDENT

(exploding)

People are dying out there. I don't think "exciting" is the word I'd choose to describe it!

The room goes silent, letting the President blow off steam.

PRESIDENT

(calming)

What can you tell us about the enemy we're facing?

OKUN

Not all too dissimilar to us. Breathes oxygen, comparable tolerances to heat, cold... probably why they're interested in our planet.

(suddenly excited)

Hey, you wanna see them?

INT. MEDICAL RESEARCH VAULT - MOMENTS LATER

The lights slowly TURN ON, illuminated the vault. Okun leads the group to a sealed partition.

OKUN

This is vault, or as some of us have come to call it, the "freak show."

Okun hits a switch and the sealed partition lifts revealing...

FORMALDEHYDE TANKS - ALIENS

Three dead aliens float in the milky formaldehyde tanks. The murky fluid and condensation obstructs our view. What we do see is not pretty.

OKUN

When we found them they were wearing bio-mechanical suits. Once we got them off, we were able to learn a great deal about their anatomy; eyes, ears, bipolar digestive system... no vocal cords though. We're assuming they communicate with each other through other means.

David cannot contain his fascination. He steps forward.

DAVID

What kind of other means? Hand signals, body language?

OKUN

Some kind of extra sensory perception. Telepathy.

PRESIDENT

Can they be killed?

OKUN

These three died in the crash. Their bodies are as frail as our own. You just have to get past their technology, which is, I'm sorry to say, far more advanced.

The President turns to David.

PRESIDENT

You unlocked a part of that technology. You cracked their code.

DAVID

All I did was stumble onto their signal. I don't know how helpful I can be...

PRESIDENT

Show them what you've discovered. Work together. We've got to find a way to beat them.

EXT. SECURITY GATE - SAME

Four armed GUARDS watch the gate. An armada of trucks and trailers heads right for them. They move into position to block their entrance as a blue pick-up skids to a halt before them. Steve stands up from the back of the pick up.

GUARD

Sorry, Lt. Colonel, I can't open the gates without clearance.

STEVE

You want to see my clearance?

Impatiently Steve grabs the Guard by the collar, pulling him over the side of the truck putting him face to face with the bundled parachute in the flatbed. Steve rips the fabric aside revealing...

THE ALIEN CREATURE

Still unconscious, the alien stirs. The Guard JUMPS BACK, shitting in his pants. Quickly he signals for the other to open the gate.

The armada quickly drives past.

BLACKNESS

Total darkness. Suddenly light pours in as a door is open.

We see the faces of Okun, David and three technicians all peering at us with inquisitive expressions.

OKUN

See the gizmos flashing?

REVERSE - INSIDE ALIEN CRAFT

Sure enough, tons of gizmos with lights flashing. High tech meets organic organisms. This alien ship looks familiar to our own technology and completely different at the same time.

OKUN

We've been working around the clock  
trying to get a fix on all this crap.  
Some stuff we figured out right away.

David climbs in, fascinated. He touches everything. Okun points to everything as he describes it.

OKUN

This thing we're pretty sure is the  
life support for the cabin, this do-  
hickey over here is connected with  
the engines, this crap... we have no  
idea what that stuff is for.

David is transfixed by it. He stares at the small screens with flashing light patterns on them.

OKUN

But this over here is clearly what  
they use to navigate and guide the  
craft.

But David still stares at the small screens.

DAVID

Someone grab my laptop for me?

One of the technicians rushes off as Okun leans close.

OKUN

Find something interesting?

DAVID

Maybe.

The technician hands David his retrieved laptop which he quickly flips open and turns on.

DAVID

These patterns here, they're repeating sequentially, just like...

David turns his laptop around for Okun to see. The pattern on David's laptop flashes identically as the alien screen.

DAVID

...their countdown signal. Their using this frequency for computer communications. It's how they co-ordinate their ships.

OKUN

You know, you're really starting to make us look bad.

The two men exchange a smile. Another TECHY pops his head inside.

TECHY

(out of breath)

They got one! They got one, alive!

INT. HALLWAY OFF MAIN HANGAR - AREA 51 - SAME

The bundled alien lays on a stretcher that's wheeled quickly into the hall. Okun and his staff surround it. Trailing behind them is Steve, Russell and Miguel.

OKUN

How long has it been unconscious?

RUSSELL

Excuse me Doctor...

STEVE

Three hours.

OKUN

Get him into containment, stat.

RUSSELL

My boy is very sick, he needs immediate attention.

Okun ignores Russell, hitting the elevator switch on the wall, the room begins its hydraulic HUM.

OKUN

He's dying out. I want him sprayed down with saline.

Russell SLAMS his fist against the switch, the room stops. He GRABS a doctor nearby, gets in his face.

RUSSELL

My boys is slipping into a diabetic coma. If you don't do something about



it right now he will die.

Miguel is surprised and proud of Russell as he holds DOCTOR ISAACS, meaning business.

DR. ISAACS  
O'Haver, Miller, come with me.  
(to Russell)  
Take us to him.

CUT TO:

EXT. ROAD - MAINTENANCE TRUCK - NIGHT

Headlights pierce the darkness as the maintenance truck rolls to a stop. Jasmine climbs down out of the truck, her face ashen.

She walks past a sign reading: El Toro Marine Corps Air Station. Tears begin to roll from her eyes. We follow her gaze to see...

EXT. EL TORO MARINE CORPS AIR STATION - CONTINUOUS

The entire facility is smoldering, the last remnants of the fire burning itself to extinction. Jasmine is devastated.

CUT TO:

INT. AREA 51 COMMAND CENTER - NIGHT

General Grey and Nimziki are in a heated argument.

GENERAL GREY  
You were the head of the National Intelligence Agency! You knew all about this. When were you planning on informing the rest of us!?

NIMZIKI  
It had been deemed classified.

GENERAL GREY  
Christ, why didn't you say anything about this when they first arrived? You could have warned us before we launched a counter attack that cost us hundreds of American pilots!

Just then the President enters along with Constance and some other ADVISORS. He examines a paper map of the United States, tacked to the wall, each major city circled in black.

PRESIDENT  
Atlanta, Chicago and Philadelphia, destroyed?

GENERAL GREY  
(composing himself)  
And there are scattered reports of sightings over Miami, Ft. Worth, And Memphis.

The President and his team take seats at the large conference table.

GENERAL GREY

We've learned that NATO and western allied installations were the first to be taken out. We were next. They knew exactly where and how to hit us.

Grey sneaks an accusatory glare at Nimziki.

PRESIDENT

And our forces?

GENERAL GREY

We're down to approximately fifteen percent, Sir.

(beat)

If you calculate the time it takes them to destroy a city and move on, we're looking at world wide destruction of every major city within the next thirty six hours.

PRESIDENT

We're being exterminated.

The room is quiet. Constance runs her fingers through her hair. The door to the room opens and Lt. Mitchell enters with Steve.

MITCHELL

Mr. President, this is Lt. Colonel Steven Hill.

The President quickly gets to his feet, anxiously shaking Steve's hand.

PRESIDENT

Lieutenant, congratulations.

STEVE

Thank you, sir.

PRESIDENT

Where is the prisoner now?

MITCHELL

We have him in isolation. The doctors are very hopeful he will survive.

PRESIDENT

I'd like to see him.

MITCHELL

Yes, sir.

The General is concerned but the President is determined.

They head for the door.

STEVE

(to General Grey)

General, I'm anxious to get back to El Toro.

GENERAL GREY

Didn't anyone tell you? I'm sorry.  
El Toro was destroyed in the attack.

Steve is shattered, he had no idea.

CUT TO:

EXT. EL TORO BASE - NIGHT

The injured are gathered around a small camp fire. Jasmine walks up, dumping a box full of charred can goods.

JASMINE

These should last us a while.

As Margaret tries to move, she winces in pain. Jasmine rushes to her aid. The color from her face drained, Margaret looks like she's taking a turn for the worse.

JASMINE

Don't move. Stay still.

Jasmine adjusts the bandages as Margaret turns and see Dylan curled up next to Boomer, too adorable. Slowly he starts to wake up.

MARGARET

Your son.

JASMINE

He's my angel.

MARGARET

Was his father stationed here?

JASMINE

He wasn't his father. I was kinda hoping he'd want the job, though.

Jasmine becomes sad, remembering. Margaret changes the subject.

MARGARET

So, what do you do for a living?

JASMINE

I'm a dancer.

MARGARET

Really? Ballet?

JASMINE

(laughs)  
No. Exotic.

MARGARET

Oh. Sorry.

JASMINE

Don't be. I'm not. It's good money.  
(re: Dylan)  
'Side, he's worth it.

The bandages changed, Jasmine sits down next to Margaret.

MARGARET

And when the dancing's over? What about your future?

JASMINE

Funny, it used to scare me when I thought about the future.

(looking around)

Guess it doesn't really matter anymore.

Dylan comes walking over.

JASMINE

Dylan, come here. I want you to meet the First Lady.

MARGARET

(surprised)

I thought you didn't recognize me.

JASMINE

Didn't want to say anything. I voted for the other guy.

CUT TO:

INT. CONTAINMENT LAB - NIGHT

Okun and two Medical assistants examine the alien creature.

His arms and chest have been strapped down to the examining table.

For the first time we get a good look at the head of this creature, long tentacled-type cords interlocked, covering the face. The doctors attach clamps to each of the cords.

OKUN

Everyone ready?

The doctors exchange nervous glances, nod to each other. At the same moment all they pull on the clamps, unraveling the interlocked cords. As the cords unravel, we SEE that this is in fact a bio-mechanical SUIT as we REVEAL...

THE ALIEN

Beneath the cords lay the unconscious face of the alien, his skin translucent, his body fluids, capillaries, muscle tissue, alien's skin.

OKUN

Do we have life support monitors recording?

MED ASSIST #2

Yes. If we fuck up it'll all be on tape.

OKUN

Can we get some ventilation in here? I can't take this smell.

MED ASSIST #2

They've conquered space travel but  
not b.o.

As Okun begins to put on a pair of surgical gloves he suddenly  
grabs his forehead.

MED ASSIST #1

You all right?

OKUN

Yeah. It's just that stink gives me  
a headache.

MED ASSIST #2

He's moving!

Instantly everyone's attention is riveted to the arm of the  
alien as it moves beneath the sheet. Unseen by the others  
the alien creature's EYES OPEN.

Another SHARP PAIN hits Okun who SCREAMS, stumbling backwards  
grabbing his head. The others turn in surprise.

THE ALIEN

Suddenly SPRINGS up, the restraining straps SNAPPING. Before  
Med #2 can react, one of the alien's tentacles SMASHES her  
across the face. She is sent sprawling backwards.

LOW ANGLE - THE ALIEN

Standing before her. In a wink of an eye, he ATTACKS, leaping  
on her.

Together they TUMBLE back into a formaldehyde tank. Hoses  
are ripped from their sides and STEAM pours out. We get quick  
glimpse of their struggle as the steam engulfs them.

INT. HALLWAY - SAME

Mitchell leads the Presidential party down the hall. They  
turn and enter the Medical lab.

INT. CONTAINMENT LAB - CONTINUOUS

The group slows as they enter the room. They see the  
containment room through the glass is covered with white  
steam. Nothing can be seen. It's eerily quiet.

Cautiously they approach. Suddenly Okun is SLAMMED AGAINST  
the glass partition, the creature's tentacles wrapped around  
him. Pressed firmly to the glass, his eyes are shut, his  
expression pained, but when he speaks the voice is angry.

OKUN/ALIEN

Release... me.

MITCHELL

Open the door. Get him out of there.

Suspicious, General Grey stops him.

GENERAL GREY

Wait.

(to Okun)  
Can you hear me?

OKUN/ALIEN  
Will kill... release me. Now!

They follow the tentacles with their eyes, up to the ceiling of the containment tank. Suddenly the alien LEAPS DOWN, startling them, landing before them behind the glass.

We see he's holding Okun against the glass, speaking THROUGH HIM. This is the first real good look we get at the this bizarre creature. Everyone in the room is repulsed and compelled by it at the same time.

EXT. AREA 51 - NIGHT

Through the hundreds of campers and trailers parked outside, Steve runs past until he reaches the open tarmac.

A transport helicopter sits on the edge of the landing area.

Steve runs up to it and climbs inside.

INT. TRANSPORT HELICOPTER - CONTINUOUS

Steve quickly starts its engines, preparing to take off. A SOLDIER rushes over to the cockpit.

SOLDIER  
(yelling)  
What the hell are you doing? Get out of there!

STEVE  
I'm just going to borrow it.

The Soldier pulls out his pistol, taking aim.

SOLDIER  
No you're not, sir.

STEVE  
You really want to shoot me?

Steve stares the Soldier down. Reluctantly he lowers his gun.

SOLDIER  
Shit. I'm gonna catch the hell for this.

Steve smiles and gives him a quick salute then TAKES OFF.

Quickly the bird RISES UP and darts off into the night.

INT. MEDICAL LAB - SAME

The President has moved closer to the glass and is talking with the alien. The alien uses Okun like a ventriloquist's dummy.

PRESIDENT  
Why did you people come here?

OKUN/ALIEN

Air... water... your "sun."

PRESIDENT

Where do your people come from?

(no answer)

Where is your home?

OKUN/ALIEN

Here... now.

PRESIDENT

And before here?

OKUN/ALIEN

Many worlds...

PRESIDENT

Can we negotiate a truce? Is there

room for co-existence?

(no answer)

Can there be peace between us?

OKUN/ALIEN

Peace? No peace.

PRESIDENT

What do you want us to do?

OKUN/ALIEN

Die.

The Alien moves closer to the glass staring at the President.

Suddenly the President clutches his head in pain.

NIMZIKI

Mr. President?

OKUN/ALIEN

We kill you... all.

The pain becomes more severe and the President SCREAM OUT.

There is general panic as people rush to the President's side.

GENERAL GREY

(to Mitchell)

Is that glass bullet proof?

MITCHELL

No sir.

The General draws his pistol. Mitchell and the other military officers follow his lead. Simultaneously they all begin to FIRE!

The glass SHATTERS into a billion pieces. The Alien is cut to ribbons, falling backwards.

The President collapses. So does Okun. A STAFFER rushes over to Okun, checks his pulse.

STAFFER

He's dead.

General Grey moves to the President who slowly recovers.

GENERAL GREY

Mr. President, are you okay?

Woosily the President sits up, a strange look in his eye.

PRESIDENT

He wanted me to understand. He  
communicated with me.

(turning to Grey)

They're like locusts. They travel  
from planet to planet, their whole  
civilization. After they've consumed  
every natural resource they move on.  
And we're next.

The President stands with a new resolve. He stares at the  
dead alien on the floor.

PRESIDENT

(cold)

Prepare a nuclear strike.

INT. STORAGE LAB - MINUTES LATER

The research staff are working near the recovered alien  
attacker. Constance comes rushing in. She looks around for  
David. Through the glass of one of the offices she sees him.

INT. OFFICES - CONTINUOUS

Holding a bottle of Jack Daniels, David fishes through a  
small refrigerator as Constance enters.

DAVID

Just my luck, no ice.

CONSTANCE

I take it you've heard.

DAVID

A toast to the end of the world.

David toasts her with the bottle, takes a swig.

CONSTANCE

He didn't come to this decision  
lightly.

David nods, he doesn't want to argue. He smiles cynically.

DAVID

You still believe in him.

CONSTANCE

He's a good man.

DAVID

Better be. You left me for him.

CONSTANCE

I wanted a career. Didn't you ever



want to be part of something special?

David stares daggers at her.

DAVID

I was part of something special.

Constance realizes he means their marriage. She's hurt him and can see it. She turns and leaves.

CUT TO:

EXT. DARK SKIES - NIGHT

A black shadow is vaguely seen in the dark night. As we pass some moonlit clouds we recognize the shadow is, in fact, a B-2 STEALTH BOMBER.

As we WIDEN, we see that the bomber is part of a squadron of eight. These mighty winged giants fly together in attack formation.

INT. COMMAND CENTER - ARE 51 - SAME

A tracking screen comes to life, eight blips flashing.

TECHNICIAN #1

We've got the AWAC on line.

Signals coming in low.

The President's group takes their position behind the technicians.

EXT. BLACK SKIES - NIGHT

The eight B-2 Stealth Bombers break formation, each heading off to their different target destinations.

INT. COMMAND CENTER - SAME

On a large map, we see the eight target destinations and the planes heading for them.

PRESIDENT

Who will we reach first?

COMMANDER

Houston, Texas. Intercept ETA, six minutes and counting down.

PRESIDENT

Oh my God, Houston.

GENERAL GREY

The major cities have been deserted. Civilian casualties should be at a minimum, sir.

One map screen, ENLARGES, tracking the bomber on route to Houston.

EXT. LIQUOR STORE - OUTSIDE HOUSTON - NIGHT

Looters take all they can carry through the broken glass

store front. A large heavily armored TANK rolls up front.

INT. ARMORED TANK - SAME

Nervous military technicians work equipment as their TANK COMMANDER pulls down a periscope.

TANK COMMANDER POV - SPACE SHIP OVER HOUSTON

Through the periscopes cross-hairs we SEE downtown Houston, the City Destroyer space ships settling in above it.

EXT. B-2 STEALTH BOMBER - SAME

Silhouetted against the shimmering waters on the bay, they Stealth Bomber can be seen as it approaches Houston.

INT. B-2 STEALTH BOMBER - COCKPIT - SAME

The flight crew works their computers (similar readouts are seen at command center). The Multi-Function Display (MFD) flashing before each crew member.

PILOT

We have laser targeting locked.

INT. COMMAND CENTER - SAME

TECHNICIAN #1

Target is locked, sir. Do you wish to deploy?

Everyone turns to the President who does not answer.

GENERAL GREY

Mr. President, do you wish to deploy.

Still there is no answer.

NIMZIKI

Mr. President?

PRESIDENT

(softly)

Deploy.

EXT. B-2 STEALTH BOMBER - WEAPONS BAY - SAME

The bay doors open and a large Tactical Nuclear Cruise Missile drops down, flies parallel with the bomber as it adjusts its radar and laser tracking. Suddenly it SHOOTs OFF.

The bomber BANKS AWAY.

INT. B-2 STEALTH BOMBER - SAME

We see the horizon twisting away as we bank off from target.

PILOT

She's away.

INT. COMMAND CENTER - SAME

On the big map we see one FLASHING target line tracking the missile as it approaches Houston.

PRESIDENT  
(to himself)  
May our children forgive us.

INT. ARMORED TANK - OUTSIDE HOUSTON - NIGHT

The Tank Commander readjusts the periscope.

TANK COMMANDER POV - SPACE SHIP & B-2 STEALTH BOMBER

We follow the Cruise Missile as it guides itself on a direct collision course with the space craft.

INT. COMMAND CENTER - SAME

The targeting map shows how close the missile is, nearly on top of the target. Everyone in the room holds their breath.

EXT. SPACE CRAFT - SAME

The nuke speeds closer. It HITS the protective shield and DETONATES. A FLASH OF LIGHT.

WIDE ANGLE - HOUSTON

With the B-2 Stealth Bomber in the foreground, the city behind it vanishes in a FLASH OF LIGHT, blinding us.

INT. COMMAND CENTER - SAME

We can see the extent of the explosion on the targeting map, tracking it -- an expanding ring around Houston.

NIMZIKI  
(excited)  
It's a hit!

The others are still waiting. The monitor shows the night vision picture of the growing MUSHROOM CLOUD rising above the city.

EXT. HOUSTON - WIDE - SAME

The MUSHROOM CLOUD engulfs the horizon.

EXT. ARMORED TANK - SAME

Rocked by the massive explosion, the shock wave ROCKS the armored tank but doesn't destroy it.

INT. ARMORED TANK - SAME

The men inside are KNOCKED around, hard from the explosion.

INT. COMMAND CENTER - SAME

NIMZIKI  
We got the bastards!

General Grey shoots Nimziki a look. The President holds up a hand, silencing the room.

PRESIDENT  
Can they see it? Did it destroy the

target?

TANK COMMANDER'S POV THROUGH PERISCOPE - SAME

As the cloud begins to dissipate we see THE SPACE CRAFT IS STILL THERE, completely unharmed.

INT. ARMORED TANK - SAME

TANK COMMANDER  
Negative. Target remains.

INT. COMMAND CENTER - SAME

On the monitors as well, we can see the target remain. The air is let out of the room, everyone deflated.

PRESIDENT  
Call them back.

NIMZIKI  
The other bombers might have more luck. We shouldn't just give up...

PRESIDENT  
I said call them back.

As the technicians call the bombers away, the President sinks into a depression. His last hope of survival gone.

CUT TO:

EXT. EL TORO MARINE CORPS AIR STATION - NIGHT

Jasmine keeps Margaret company as the rest sleep around the last flames of their campfire. From the worried expression on Jasmine's face we can tell that Margaret has gotten worse, her wounds bleeding badly.

A WIND kicks up, the sound of an ENGINE approaching. Jasmine squints her eyes looking up into the wind when a BRIGHT LIGHT engulfs her.

JASMINE'S POV - LIGHTS - NIGHT

Bright lights in the sky growing nearer. Slowly the others begin to wake up, frightened as the lights INTENSIFY.

The others slowly begin to retreat but Jasmine stands, staring defiantly. A smile creeps across her face as she sees that the lights belong to...

TRANSPORT HELICOPTER

The Transport Helicopter touches down and Steve leaps out, racing towards Jasmine. Overwhelmed, Jasmine jumps into his arms.

JASMINE  
You're late.

STEVE  
You know how I like to make a big entrance.

They kiss.

CUT TO:

INT. HALLWAY - NIGHT

The double doors burst open as the President carrying his young daughter marches through. Doctor ISAACS comes over to them.

PRESIDENT

How is she?

ISAACS

I'm sorry, Mr. President. If only we could have gotten to her sooner.

The President puts his daughter down as he sees...

PRESIDENT'S POV - MARGARET

Margaret lays in bed, doctors and nurses surrounding her.

Patricia rushes over.

ISAACS

She's bleeding internally. There's nothing else we can do.

Stunned, the President watches as Patricia hugs her mother.

MARGARET

Hiya Munchkin.

PATRICIA

Mommy, we were worried. We didn't know where you were.

MARGARET

I'm right here, baby.

Recovering, the President nods for the doctors to leave the room. As they begin to march out, he makes his way over to his wife and daughter.

PRESIDENT

Honey, why don't you wait outside so Mommy can get some rest.

Patricia kisses her mother, says goodbye and leaves. Out of sight, Margaret winces, fading away. The President grabs her hand for support. She squeezes tightly.

MARGARET

(through tears)

I'm scared, Tom.

PRESIDENT

It's okay. The doctors said you're going to be just fine.

Margaret smiles at the man she knows all too well.

MARGARET

Liar.

The look between them says more than any words.

INT. HALLWAY - OUTSIDE MARGARET'S ROOM - LATER

The President exits the room, overcome with emotion.

Constance, the doctors and some medical crew move to comfort him. He holds them off with a gesture.

He looks up and sees Jasmine, Steve and Dylan down the hall.

He pushes through the crowd and makes his way over to them.

JASMINE

I'm so sorry.

PRESIDENT

I just wanted to thank you. You're a very brave woman.

Across the hall, Patricia sits in a chair, waiting. Whitmore walks over to her and kneels down next to his small child.

PATRICIA

Is Mommy sleeping now?

PRESIDENT

Yes, baby. Mommy's sleeping.

FADE OUT:

A GARBAGE CAN

Topples over with a BANG! A foot steps in and starts kicking trash all over.

EXT. AREA 51 - NIGHT

David is drunkenly knocking everything over, making a gigantic mess. Moishe comes up behind, restraining him.

MOISHE

David, David! What the hell are you doing!?

DAVID

I'm making a mess.

MOISHE

This I can see.

DAVID

We've gotta burn the rain forest, Pops. Dump toxic waste, pollute the air, rip up the ozone. Maybe if we screw this planet up enough they won't want it anymore.

MOISHE

David, you're drunk.

David slips, falls on his ass, hard. Moishe helps him back up on his feet.

MOISHE

I think you better sleep this off.  
Go back inside before you catch a  
cold.

Slowly David looks up towards Moishe, an idea.

DAVID

Pops, you're a genius!

MOISHE

What'd I say?

DAVID

A cold? Of course.

Sobered, David jumps kisses his father and bolts inside.

CUT TO:

INT. STORAGE LAB - DAY

A large crowd has been gathered here at the lab. General  
Grey and Nimziki walk up to Constance.

NIMZIKI

All right, Connie, we're here. What's  
this all about?

CONSTANCE

I really have no idea. He just said  
to bring everyone down here.

Steve shows Dylan the alien space craft.

DYLAN

Does that thing fly in outer space?

Steve loos up at the craft admiringly.

STEVE

It certainly does.

When the President enters a technician rushes over and knocks  
on the hatch door on the alien attacker. The door swings  
open and David climbs down.

Grabbing a coke can from the "recycle" trash bin, David places  
the empty can on top of the alien attacker. David turns and  
faces the gathering.

DAVID

Could anyone please step back away  
from the craft?

They do and David nods to a Technician inside the craft. The  
Technician disappears inside, closing the door behind him.  
A loud HUM emits from the craft. David has to yell over it.

DAVID

Lt. Mitchell, would you mind drawing  
your pistol?

MITCHELL

What?

DAVID

From where you're standing, do you  
think you could shoot that can off  
the alien craft?

Mitchell shrugs affirmatively. David gestures for him to  
try.

Taking aim, Mitchell SHOOTS.

The bullet RICOCHETS off the attacker's protective shield.

Several people in the crowd duck, afraid of being hit by the  
errant bullet.

DAVID

Sorry 'bout that. You see, it's  
protected by the craft's shields. We  
can't penetrate their defenses.

NIMZIKI

We know that already. What's your  
point?

David walks over to his laptop, now connected directly to  
the craft by cables and starts typing furiously.

DAVID

My point is if we can't beat their  
defenses, then we must get around  
them.

David stops typing and stares at his wrist watch, silently  
counting down.

DAVID

Lt. Mitchell, would you please try  
to shoot it again?

Reluctantly Mitchell obliges. This time the can is BLOWN OFF  
THE CRAFT. Everyone in the room is shocked. The Technician  
re-opens the craft's door and the loud HUM disappears.

GENERAL GREY

How did you do that?

DAVID

I gave it a cold.

The President is fascinated, he steps closer. Moishe beams  
proudly at his smart son. Constance is amazed.

DAVID

More accurately, I gave it a virus.  
A computer virus.

David turns his laptop around for the President to see.

GENERAL GREY

Are you telling us you can send out  
a signal that will disable all their  
shields?

DAVID



Just as they used our satellites  
against us, we can use their own  
signal against them.

David walks over to a diagram he's made showing the  
relationship between the Mother Ship, the Space Crafts and  
the smaller alien attackers.

DAVID

If we plant the virus directly into  
the mother ship, it would then filter  
down into all the corresponding ships  
below.

NIMZIKI

And just how do we infect the "Mother  
Ship" with a virus?

David gestures to the alien attacker behind him.

DAVID

We'll have to fly their craft out of  
our atmosphere and dock with the  
mother ship.

Intrigued Steve turns and looks back at the alien attacker,  
sizing it up. David points to a satellite photo of the  
underbelly of the Mother Ship.

DAVID

We can enter here, upload the virus  
and set off an explosion that could  
disable it. This would disorient the  
smaller ship below and buy you some  
time to take them out.

Constance reacts, realizing David's participation in the  
plan.

NIMZIKI

This is ridiculous.

GENERAL GREY

How long would their shields be down?

DAVID

Once they discover the virus it could  
be a matter of minutes.

NIMZIKI

You want us to co-ordinate a massive  
world wide counter strike with a  
window of only a few minutes?

GENERAL GREY

With their shields down it might be  
possible.

NIMZIKI

Please, you're not buying into any  
of this nonsense, are you? We don't  
have the manpower or the resources  
to launch that kind of a campaign.

(gesturing to the  
alien ship)

Not to mention that this whole cockamamie plan is dependent on a machine that no one in the world is qualified to operate.

STEVE (O.S.)  
I wouldn't say that, sir.

Everyone turns to Steve who steps through the crowd.

STEVE  
I've seen them in action. I've watched their maneuvers. With your permission, sir, I'd like the opportunity to try.

NIMZIKI  
That thing's a wreck. It crash landed back in the fifties! We don't even know if it's capable of flying.

David turns to the Technicians.

DAVID  
Remove the clamps!

Technicians move to the large holding clamps on either side of the craft. With a loud CLANK, the clamps are pulled away.

For a moment the hulking craft TEETERS unevenly, but quickly stabilizes, FLOATING ABOVE THEM.

DAVID  
Any other questions?

Everyone stares at the floating ship with wonder.

PRESIDENT  
Let's do it.

INT. HALLWAY - MOMENTS LATER

Constance, General Grey and the President are walking down the hall. Nimziki rushes to catch up.

NIMZIKI  
I understand that you're upset over the death of your wife but that's no excuse for making another fatal mistake...

The President whirls, grabs Nimziki and SLAMS him against the wall. Holding him tight, the President gets in his face.

PRESIDENT  
The only mistake I made was appointing a sniveling little weasel like you Chief of Staff.

Constance is about to intervene when General Grey stops her.

PRESIDENT  
But this is a mistake, I am thankful to say, I do not have to live with. Mr. Nimziki, you're fired.

The President releases him and turns to General Grey.

PRESIDENT

Organize every plane you can find  
and get some Goddamned pilots to fly  
them.

GENERAL GREY

Yes, Sir.

He storms off leaving everyone stunned.

NIMZIKI

He can't do that.

CONSTANCE

(amazed)

He just did.

CUT TO:

INT. MILITARY TENT - CONTINUOUS

Four BRITISH AIR PILOTS are gathered around a table going  
over a map. One pilot, REGINALD, is in charge.

REGINALD

...we've been told that there may be  
additional re-enforcement in hiding  
near the Golan Straights...

Suddenly the flap to the tent opens. All the pilots draw  
their pistols frightening the ARAB PILOT who stands in the  
doorway. The Arab Pilot speaks quickly in Arabic.

REGINALD

What the hell's he saying?

THOMSON

(explaining)

Seems they're getting a signal. On  
Morse code.

EXT. DRY LAKE - SECONDS LATER

As they step out of the tent we SEE more than a HUNDRED  
FIGHTERS PLANES from different nations parked around them.

They've all gone into hiding out here in the desert, divided  
into many smaller camps.

Reginald and Thomson follow their Arab cohort, walking through  
the many other campsites. Thomson gets some stares from the  
IRAQI PILOTS.

REGINALD

I still get believe this.

THOMSON

The Iraqis don't appear altogether  
too pleased with this arrangement.

REGINALD

How do you think the Israelis feel?

Sure enough a campsite of ISRAELI PILOTS sits very near by.

ANGLE - ARABIAN AIR FORCE CAMP

Dozens of Arab pilots are gathered around a large radio as the Morse code comes through. Thomson quickly kneels down, taking notes.

THOMSON

It's from the Americans. They want to organize a counter offensive.

REGINALD

It's about bloody time. What do they plan to do?

EXT. ICE PLATEAU - SIBERIA - DAY

Several Russian Pilots are gathered around a radio, their dozen MIG FIGHTERS standing behind them.

RUSSIAN #1

(subtitled)

They claims to be able to bring down their shields.

RUSSIAN #2

When do they want to attack?

EXT. VOLCANO BASE - FUJI - DAY

At the base of a large Volcano in Fuji, several Japanese attack helicopters stand near their pilots, gathered around a radio.

JAPANESE PILOT

(subtitled)

The attack begins in thirteen hours.

CUT TO:

INT. AREA 51 - WAR ROOM - DAY

A large world map has been constructed. Several sites are marked with stickers reading: COMBAT READY. Another sticker is put onto Mr. Fuji.

Striding in, the President surveys the war room. General Grey rushes over to meet him.

PRESIDENT

How're we doing?

GENERAL GREY

Better than we thought.

General Grey leads the President over to the wall map.

GENERAL GREY

We have confirmed divisions of troops from different armies all around the world. Most of Europe, the Middle East and Asia are battle ready.

PRESIDENT

And our troops here?

GENERAL GREY

We've been collecting planes from  
all over but...

PRESIDENT

But what, General?

GENERAL GREY

Pilots, sir. We don't have enough  
people to get them in the air.

PRESIDENT

Then find them.

CUT TO:

INT. BRENNON TRAILER - NIGHT

Troy is sleeping peacefully in his bed. Russell sits at the  
kitchen table as Miguel enters.

MIGUEL

How' he doing?

RUSSELL

Just fell asleep. He's gonna be just  
fine. Join me in a little celebration?

Russell holds up his bottle of Jack Daniels. Clearly he's  
been drinking again. Miguel is crestfallen. Pissed he turns  
and storms out.

RUSSELL

Miguel. Don't be mad. Miguel!

Drunkenly, Russell chases after him.

INT. AREA 51 - REFUGEE CAMP - CONTINUOUS

Making his way through the campers, Russell SEES a group of  
refugees around some MILITARY OFFICERS who addresses them.

OFFICER

(through megaphone)  
...We're planning to launch a counter  
offensive...

Russell wanders over towards them.

OFFICER

...with our depleted manpower we  
must ask that anyone with any flight  
experience come forward. Military  
training is preferable but anyone  
who can fly a plane could be useful...

Russell pushes his way through the crowd.

RUSSELL

(slurred)  
I can fly, I mean, I'm a pilot.

The officer just stares at the bottle of Jack Daniels still in his hand.

OFFICER

Sorry, sir.

Russell gets into his face, desperate.

RUSSELL

You don't understand. I've gotta be part of this. This is important to me. They ruined my life.

OFFICER

Why don't you go somewhere and sleep it off.

The Officers move on, taking a few volunteers with them.

Russell watches them go, dejected. Angrily, he throws the bottle of Jack, SMASHING it.

INT. STORAGE LAB - NIGHT

A large MISSILE slides back into a LAUNCHER that has been attached to the top of the alien attacker. Some workers PAINT over the patch-work repairs. Below, Mitchell briefs Steve and David.

MITCHELL

We've hid the launcher in the ship's manifold.

Mitchell takes a small black box from a table near by.

MITCHELL

This will be attached to the ships main console.

STEVE

It's just like an AMRAAM launch pad on the stealths.

MITCHELL

Exactly. Use it the same way. Only the nuke won't detonate on impact. You'll have another thirty seconds to get as far away as you can.

DAVID

I'll see how they're doing with the radio transmitter.

STEVE

(checking his watch)  
Oh shit, we're late.

DAVID

We'll meet you there.

Steve dashes off as David moves toward the attacker.

Constance has been eavesdropping. She walks to David.

CONSTANCE

Thirty seconds? Isn't that cutting  
it a little too close?

DAVID

We'll be well on our way out of there  
before we shoot that thing off.

David leans under the attacker where a TECHNICIAN is attaching  
another device.

TECHNICIAN

It's the strongest SHF transmitter  
we could get. It'll tell us when  
you've uploaded the virus.

DAVID

Then cross your fingers the shields  
go down.

David turns and walks away, Constance following.

CONSTANCE

With you? I don't understand why you  
can't just show someone how to plant  
the virus, somebody trained for this  
kind of mission?

DAVID

If anything goes wrong I'll have to  
think quickly, adjust the signal,  
who knows?

David stops, picking up a small trash can labelled "recycle."

DAVID

(smiling)

You know how I'm always trying to  
save the planet. This is my chance.

David rushes off. Constance watches him leave.

CONSTANCE

(to herself)

Now he gets ambitious.

INT. SMALL GATHERING HALL - SAME

Jasmine is kneeling as Dylan tries to zip up the back of her  
dress.

DYLAN

It's too tight.

JASMINE

I had to borrow it. I guess that's  
good enough.

Jasmine stands, turns to Dylan.

JASMINE

How do I look?

She looks great. But Dylan only gives her the "so-so" hand  
gesture.

JASMINE

You're a lot of help.

The door behind her flies open and Steve marches in.

JASMINE

You're late.

STEVE

You know me...

JASMINE

I know, you like to make a big entrance.

Steve moves next to Jasmine, takes her hand.

STEVE

Before we do this, I want you to know I'm sorry.

JASMINE

Sorry for what?

STEVE

(serious)

I should have done this a long long time ago.

MALE VOICE (O.S.)

Do you have the ring?

As we REVERSE ANGLE we see that we are in a military CHAPEL, a large crucifix on the wall. A CHAPLAIN stands by the altar.

STEVE

You bet.

Steve pulls out the famous "dolphin" ring.

CHAPLAIN

Witnesses?

Just then the doors open and David and Constance enter taking seats on opposing sides of the aisle.

CHAPLAIN

Then let's get this show on the road.

Steve and Jasmine take their places at the altar. Jasmine is radiant. Dylan rushes up and joins them.

As the ceremony begins, David and Constance share a pregnant glance. Slowly they reach across the aisle and hold hands as Steve and Jasmine exchange their vows.

CUT TO:

HANGAR DOORS - PRE-DAWN

Slowly spread apart revealing the myriad of different planes that have been gathered. Pilots, flights crews and refugees prepare for the battle.

EXT. AREA 51 - TARMAC - PRE-DAWN



Walking out the President scans the motley collection of planes; old, new, high-tech, low-tech.

GENERAL GREY

Beggars can't be choosers, sir.

Nodding in agreement, the President walks among the rank and file. Slowly they turn their attention to the President.

PRESIDENT

Good morning. In less than one hour planes from here and all around the world will launch the largest aerial battle in the history of mankind...

(beat)

Mankind. The word has new meaning for all of us now. We are reminded not of our petty differences but of our common interests.

Constance, David and Moishe join the group, listening. Even David is moved.

PRESIDENT

Perhaps it's fate that today, July the Fourth, we will once again fight for our freedom. Not from tyranny, persecution or oppression. But from annihilation. We're fighting for our right to live, to exist. From this day on, the fourth day of July will no longer be remembered as an American holiday but as the day that all of mankind declared we will not go quietly into the night. We will not vanish without a fight. We will live on. We will survive.

The crowd erupts into applause and cheers. The President turns and walks over to an Officer holding a bundle of clothes. General Grey confronts the President as he begins to disrobe.

GENERAL GREY

Mr. President, just what do you think you're doing?

PRESIDENT

I'm a pilot, Will. This is where I belong.

General Grey wants to argue but can't.

INT. STORAGE LAB - SAME

Constance and David embrace as Steve turns to Dylan.

STEVE

When I'm back we'll light those fireworks.

Jasmine hugs them both as Moishe walks over to David.

MOISHE

David, take these.

David looks down at the "barf bags" in Moishe's hand.

DAVID

Thanks, Pops.

MOISHE

I want you should know, I'm very  
proud of you, son.

That means more to David than Moishe could have known.

CONSTANCE

Be careful.

Constance hugs David as Steve suddenly freaks out.

STEVE

Damn it. We can't go yet. I gotta  
find some cigars.

Steve is about to bolt when Moishe grabs him, retrieving two  
cigars from his coat pocket.

MOISHE

My last two. With my blessings.

STEVE

You're a lifesaver.

Steve grabs them and climbs inside. David smiles awkwardly,  
then follows Steve.

INT. ALIEN ATTACKER - CONTINUOUS

The hatch shuts and David takes a seat next to Steve who  
hands him one of the cigars.

STEVE

Hang on to this. For our victory  
dance. But not 'til we hear the fat  
lady sing.

Reluctantly David takes it. As he does Steve notices the  
"barf bag" on David's lap. Off Steve's look...

DAVID

I have a confession to make. I'm not  
real big on flying.

STEVE

Great.

INT. STORAGE LAB - SAME

Constance and Jasmine join the others behind the observation  
glass outside the room as the Attacker prepares for lift  
off.

Part of the ceiling suddenly PEELS AWAY, revealing an enormous  
SHAFT leading topside.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Strapping in and securing their equipment, Steve grabs hold of the throttle.

STEVE

You ready? Let' rock and roll.

Steve pulls back on the throttle but the attacker swings BACKWARDS.

INT. STORAGE LAB - SAME

The Alien Attacker SMASHES BACKWARD into the rear of the lab.

Moishe winces as the others react fearfully.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Embarrassed, Steve adjusts the throttle.

STEVE

Oops.

Like a stick shift diagram of a car, a small hand written "post it" card is pasted onto the dash. Steve reaches over and turns it upside down, righting the problem.

STEVE

Let's try that again.

This time he pushes the throttle forward and the Attacker JERKS ahead.

INT. STORAGE LAB - CONTINUOUS

Shooting up into the ceiling shaft above, the Attacker ZOOMS out of the underground laboratory.

EXT. AREA 51 - SHAFT - SAME

With a WHOOSH the Alien Attacker ZOOMS out of the underground shaft and SOARS into the sky. Once high enough it goes into a wild barrel roll.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Just as it comes out of the roll.

DAVID

What the hell are you doing?

STEVE

Just getting a feel for her.

EXT. MORNING SKIES - CLOUD BANK - SAME

The Attacker arcs upward and disappears into the clouds.

EXT. AREA 51 - THE PRESIDENT'S PLANE - SAME

The President watches the Attacker flying away. His canopy locks down as he adjusts his helmet.

PRESIDENT

Grey, you read me?

GENERAL GREY

(filtered)

Roger, Eagle One, our primary target  
has shifted course.

INT. WAR ROOM - SAME

General Grey is standing by the large map tracking the alien  
ships over the United States.

PRESIDENT

(filtered)

Where's it headed?

GENERAL GREY

I think our secret is out. They're  
headed right for us.

INT. PRESIDENT'S PLANE - SAME

GENERAL GREY

(filtered)

ETA thirty six minutes.

The President gets a determined look in his eye. He FIRES UP  
his engine. Following his lead, engines ignite, canopies  
lock down and planes taxi to position.

EXT. UPPER ATMOSPHERE - ALIEN ATTACKER - SAME

The captured alien attacker soars higher and higher.

INT. STEVE AND DAVID'S ATTACKER - SAME

Slowly getting sick, David holds onto his "barf bag."

STEVE

You still with me?

David nods sheepishly. Steve's eyes go wide with wonder as  
the ship climbs to the edge of our atmosphere.

STEVE

(to himself)

I've waited a long time for this.

The ship begins to SHAKE, rattling harshly as it climbs.

Through the window we SEE the blue sky EVAPORATE. Slowly a  
field of STARS take its place.

This is the moment Steve had wished for all his life. He's  
not disappointed. David, however, is not so thrilled.

EXT. SPACE - STEVE AND DAVID'S ATTACKER - SAME

Heading further into space, ZOOMING overhead.

INT. STEVE AND DAVID'S ATTACKER - SAME

Through the windshield we see a huge OBJECT floating in the  
distance, the moon behind it.

DAVID

That's it. Head straight for it.

But Steve gets distracted, something wrong with the controls.

STEVE

Something's happening. It's not responding.

David looks over at his laptop, connected to the ship's on board computers. The signal is ADJUSTING.

DAVID

(thrilled)

I was counting on that. They're bringing us in.

EXT. BLUE SKIES - MORNING

The President's plane leads thirty fighters in attack formation.

PRESIDENT

We have visual.

RESERVE ANGLE - ALIEN SPACE CRAFT

The fifteen mile wide space craft peaks over a mountain range headed straight for us.

GENERAL GREY

(filtered)

Do not engage until we've confirmed the package has been delivered.

PRESIDENT

Roger.

INT. WAR ROOM - SAME

Constance is standing by Lt. Mitchell behind the Military cadre coordinating the battle.

CONSTANCE

What if that thing gets here before we can plant the virus?

MITCHELL

The entire compound is buried deep within the mountain. It should give us some protection.

CONSTANCE

But what about all the people outside?

Mitchell shoots her a worried look. Quickly they both dash outside.

EXT. MOTHER SHIP - SAME

Steve and David's attacker flies towards the gigantic Mother Ship. Hundreds of other attackers flow in and out of the Mother Ship through the many triangular portals. Steve and David's attacker's drawn into one of them.

INT. PORTAL SHAFT - MOTHER SHIP - SAME

Caught in a stream of attackers, they flow through the portal shaft leading into this planet sized space craft. They pass by enormous windows revealing the HUNDREDS OF ALIENS working within the Mother Ship.

We spill out of the shaft and into a gigantic cavity stretching out beyond visibility. Enormous TOWERS are scattered throughout.

INT. STEVE AND DAVID'S ATTACKER - CONTINUOUS

Neither can believe their eyes. Staring out the front window they SEE...

STEVE AND DAVID'S POV ALIEN TROOP PARADE GROUND

Below them THOUSANDS OF ALIENS can be seen as they are marched into dozens of enormous TROOP CONTAINERS docked at the edges of the parade grounds.

DAVID

Must be thousands of them. What are they doing?

STEVE

Looks like they're preparing the invasion.

INT. DOCKING STATIONS - MOTHER SHIP - CONTINUOUS

They pass the parade ground and head into the middle of this huge cavernous sphere, closing in on the many LANDINGS.

Hundreds of attackers are docked at each one.

In the center of the Landing are large BAY WINDOWS, inside is a kind of control tower. We can SEE several ALIEN WORKERS through the glass. Steve and David's attacker is heading straight towards them.

STEVE

This won't work. They'll see before we can do anything.

Lifting up another hand written card labeled "window," David pushes the button underneath.

DAVID

These things are fully equipped. Reclining bucket seats, power windows...

A BLAST SHIELD lowers covering the window.

Slowly Steve and David's attacker lowers onto large docking CLAMPS which LOCK ON, holding it in place.

DAVID

We're in!

David starts typing frantically.

INT. WAR ROOM - SAME

Mitchell turns from one of the consoles to General Grey.

MITCHELL  
He's uploading the virus.

GENERAL GREY  
(into mic)  
Eagle One...

EXT. BLUE SKIES - SAME

The Presidential attack squadron zeroing in on target.

GENERAL GREY  
(filtered)  
...the package is being delivered.

Stand by to engage.

PRESIDENT  
Roger.

EXT. AREA 51 - BRENNON TRAILER - SAME

Alicia struggles to drag out a large duffle bag. Philip (the boy who brought the penicillin earlier) rushes over.

PHILIP  
Let me get that.

He grabs the bag for her. Alicia smiles. Miguel helps Troy down from the trailer. As they rush away, Miguel turns to Philip.

MIGUEL  
Where's Russell?

ANGLE - HANGAR - ENTRANCE TO COMPOUND

Constance, Jasmine and Mitchell are helping to usher the refugees into the compound.

CONSTANCE  
Hurry, we've got to get everyone inside.

Constance looks up and SEES off in the distance...

THE ALIEN SPACE CRAFT

Piercing the horizon, coming over the top of a distant mountain. Headed this way.

INT. STEVE AND DAVID'S ATTACKER - SAME

David finishes typing. The screen on his laptop flashes:  
UPLOAD COMPLETE.

DAVID  
The virus is in. All we can do now  
is pray.

EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME

GENERAL GREY

(filtered)  
Delivery complete. Engage.

PRESIDENT  
Roger.

The fighter jets GUN IT and overtake the smaller planes in front of them.

Below the President's plane the weapons bay door opens and a long range AMRAAM Missile DROPS DOWN, computes its target and DARTS OFF.

INT. WAR ROOM - SAME

Mitchell and General Grey move over to a monitor showing visual from the Present's Plane. They SEE the missile moving towards target.

GENERAL GREY  
Keep your fingers crossed.

EXT. AMERICAN FIGHTERS - SAME

The pilots watch nervously as the missile nears its target.

PRESIDENT  
Come on, baby.

ANGLE - AMRAAM MISSILE

Just as it gets to the shield perimeter, the missile EXPLODES.

The shields are still up.

INT. WAR ROOM - SAME

They watch the missile blow up harmlessly. Deflated, General Grey grabs his mic.

GENERAL GREY  
It didn't work. Disengage. Sir, get your people out of there.

EXT. PRESIDENT'S PLANE - SAME

The President is not ready to give up.

PRESIDENT  
Not yet!

Below his plane another MISSILE drops down, and DARTS OFF.

ANGLE - MISSILE

This one goes past the point of the previous explosion. It moves in closer and closer. Suddenly it HITS THE SIDE OF THE SHIP. A HUGE EXPLOSION, rips off a part of the side of this immense ship.

INT. WAR ROOM - SAME

We SEE the explosion on the monitor. Everyone in the room CHEERS.



GENERAL GREY

You did it! A direct hit!

EXT. BLUE SKIES - AMERICAN FIGHTERS - SAME

The pilots are thrilled.

PRESIDENT

We're going in! Squadron leaders,  
take point.

The fighters break off into six group of five. One by one,  
each fighter DROPS A MISSILE. We follow DOZENS OF MISSILES  
on their way to the space craft.

ANGLE - SPACE CRAFT

The Attacker Bay doors open and DOZENS OF ALIEN ATTACKERS  
shoot out. Spreading wide.

Guided missiles EXPLODES as they hit the City Destroyer,  
damaging the outer hull. The Attackers go after the American  
fighters. The six groups split wide. An aerial dog fight  
ensues.

EXT. AREA 51 - REFUGEE CAMP - SAME

Miguel searches for Russell as the refugees run for the  
hangar.

MIGUEL

Russell!

Miguel gets swept up in the tide. As the last of them enter  
the hangar, TWO ALIEN ATTACKERS arrive behind them, STRAFING  
the ground. The rows of trailers homes EXPLODE one after  
another.

ANGLE - ELEVATOR HALLWAY - BACK OF HANGAR

Constance ushers the crowd into the elevator hallway. Packed  
into the hallway together, they are panicked at the sound of  
the nearby explosions. As the last one is safely inside,  
Constance turns back and SEES...

CONSTANCE'S POV - HANGAR AND ATTACKERS

The attackers FIRE and the front half of the hangar EXPLODES.

Constance is KNOCKED back against the wall. She activates  
the elevator and the room begins to SINK.

As the hallway submerges, the entire hangar comes CRASHING  
DOWN behind them.

INT. WAR ROOM - SAME

Over monitors the General observes the aerial battle. This  
room, too, ROCKS from the explosions. The monitors FLICKER.

INT. STEVE AND DAVID'S ATTACKER - SAME

Steve struggles with the controls but is getting no where.

DAVID

Get us out of here!

STEVE  
I can't shake her free.

EXT. STEVE AND DAVID'S ATTACKER - SAME

Though the attacker guns its engine, the CLAMPS below HOLD TIGHT.

INT. STEVE AND DAVID'S ATTACKER - SAME

David moves over to the computer to see if he can help.

Suddenly the large window slowly begins to DROP DOWN.

STEVE  
What're you doing?

DAVID  
It's not me. They're overriding the system.

The blast shield continues to peel away. David and Steve drop down below the dash, hiding from view. As the view becomes unobstructed we SEE...

POV - THROUGH WINDOW - THE LANDING

Several Alien's looking across at us from the large bay window of the Landing's control tower.

STEVE  
Damn!

David leans from his hiding position and SEES several other alien attackers are moving in on them. They are surrounded.

DAVID  
Check and mate.

INT. AREA 51 - RESEARCH FACILITY - SAME

Like images from England during the blitzkrieg, the refugees are huddled on the floor, the lights FLICKERING and the muted sounds of distant EXPLOSIONS. Miguel moves through the refugees, searching for Russell.

A Yarmulke is unfolded. As it is lifted we realize Moishe is putting it on. He holds the hands with the people around him and begins to pray. Nimziki moves next to Moishe. Moishe takes his hand.

NIMZIKI  
I'm not Jewish.

MOISHE  
It's okay.

ANGLE - PHILIP AND ALICIA

As another bomb rocks the room, Alicia moves closer to Philip.

ALICIA  
This could be our last night on Earth.

I don't want to die a virgin.

PHILIP

If we do, we'll both die virgins.  
But at last we'll be together.

Alicia smiles, a nice guy at last.

EXT. AREA 51 - SPACE SHIP - SAME

The City Destroyer space ship is settling just above the compound as the American fighters circle it, chased by the attackers. Below the SCHISM begins to open!

INT. WAR ROOM - SAME

In all the commotion, no one notices as Miguel sneaks inside.

OFFICER

We're running out of missiles, Sir.  
We're just not causing enough damage.

EXT. PRESIDENT'S PLANE - SAME

GENERAL GREY

(filtered)

They're getting ready to fire the big gun. You're going to have to find a vulnerable spot, fast.

PRESIDENT

I've got an idea. Keep 'em off my tail.

Taking the advice, the President DIVES. He's met by two flanking Fighters (EAGLES 9 & 2) as they cruise the underbelly of the City Destroyer. Sure enough, the SCHISM is opening, preparing to fire the WALL OF DESTRUCTION.

PRESIDENT

Let's take 'em out before they take us out.

The President locks the SCHISM hatchway into the center of his HUD (heads up display). Just as he FIRES, Eagle 9 is BLOWN OUT OF THE SKY. It rocks the President, sending his missile off target.

Off balance, the missile hits just wide of the hatchway and EXPLODES, rocking the entire ship.

PRESIDENT

I'm out of missiles! Eagle 2?

EAGLE #2 PILOT

I'm on it.

But before he can target, his fighter EXPLODES.

INT. HALLWAY - SAME

The lights continue to flicker. Jasmine grabs onto Dylan and Patricia, holding them tight.

INT. WAR ROOM - CONTINUOUS

On the monitor we SEE the SCHISM, and BRIGHT LIGHTS as several fighters fly past.

GENERAL GREY  
We're out of time. Get out of there!  
Get as far away as you can.

EXT. PRESIDENT'S FIGHTER - SAME

Pissed, the President refuses to give up.

PRESIDENT  
Doesn't anyone have any damned  
missiles left?!

RUSSELL (O.S.)  
Sorry I'm late, Mr. President.

The President spins and SEES darting out of the clouds...

RUSSELL'S OLD BI-PLANE

Russell ZOOMS past the President and alien attackers, barely missing their FIRE.

PRESIDENT  
(filtered)  
Who is that? What are you doing?

RUSSELL  
(into mic)  
It's okay, Sir. I'm packin'.

We SEE he has a large MISSILES propped up in the seat behind him. A light on it flashes ARMED.

INT. WAR ROOM - SAME

RUSSELL  
(filtered)  
Just keep those guys off me for a  
few more seconds.

Hearing his voice, Miguel is shocked. He moves closer towards the monitors.

EXT. CITY DESTROYER - SAME

The remaining fighters lay down COVER FIRE for Russell's old bi-wing. Russell heads directly TOWARDS THE SCHISM.

INT. WAR ROOM - SAME

Everyone is gripped to the screen as we see it get closer and closer to the closing bay doors. Miguel is aghast.

RUSSELL  
(filtered)  
Do me one favor...

OFFICER  
Who is that guy?

MIGUEL

Russell!

Miguel races over to the microphone, attempts to grab it.

RUSSELL  
(filtered)  
...tell my children I love them very  
much.

EXT. CITY DESTROYER - SCHISM - SAME

Russell nears the SCHISM, a hail of alien firepower erupting around him.

MIGUEL  
(filtered)  
Dad! No!

Russell smiles at b being called "Dad."

RUSSELL  
I've got to, kid. You were always  
better at taking care of them than I  
was anyways.

Russell turns off his radio as he banks UPWARD towards the open SCHISM. The climb is steep, and the bi-wing nearly stalls out.

Suddenly the bright lights VANISH and the beam begins to form.

Russell's bi-wing just makes it INSIDE THE OPEN SCHISM and disappears from view.

The President and remaining fighters BANK AWAY, clearing.

Suddenly, A GIGANTIC EXPLOSION, RIPS THROUGH THE CENTER OF THE SPACE CRAFT. It's causing a CHAIN REACTION of explosion.

Teetering, the entire space ship, turns away out of control.

INT. WAR ROOM - SAME

The room erupts in CHEERS. Everyone, that is, except Miguel.

EXT. MOUNTAIN RANGE - SAME

Not far away from Area 51, the enormous craft is burning from the center outwards. Suddenly it DROPS and COLLIDES with the mountain range, EXPLODING ON IMPACT.

INT. WAR ROOM - SAME

Intercepting the celebration, General Grey moves over to a radio technician.

GENERAL GREY  
Let's get on the wire. Tell every  
squadron around the world how to  
shoot those fuckers down.

INT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Sitting below the dash, Steve takes out the cigars, hands

one to David.

STEVE  
I guess there's nothing left to do.  
Let's nuke 'em.

David realizes they're both about to die. He stares at the cigar.

DAVID  
(re: cigar)  
Funny, I always thought things like  
these would kill me.

They share a quick sober laugh.

STEVE  
Nice meeting you.

DAVID  
You as well.

Steve lights his cigar, then lights David's.

STEVE  
Ready?

EXT. STEVE AND DAVID'S ALIEN ATTACKER - SAME

Popping up from behind the dash, cigars in their mouths,  
Steve and David start waving "good-bye" like idiots.

The Aliens in the tower don't know how to react. The attackers  
move in for the kill.

INT. STEVE AND DAVID'S ATTACKER - SAME

STEVE  
Think they know what's coming?

He reaches down to the black box we saw before and enters  
the launch code.

DAVID  
(still waving)  
Not a chance in hell.

EXT. STEVE AND DAVID'S ATTACKER - SAME

Suddenly the missile ERUPTS from behind the manifold and  
BLASTS into the control tower, SHATTERING THE GLASS WINDOW.

INT. CONTROL ROOM - CONTINUOUS

The missile SMASHES through the glass. The atmosphere  
impeached, the aliens quickly succumb to the elements,  
chocking and dying.

The missile BLASTS by WRECKING equipment until it LODGES  
into the back wall of the Landing tower.

A small counter on the missile begins to count down 30:00,  
29:00, 28:00...

EXT. DOCKING CLAMPS - SAME

Rocked from the explosions, the docking clamps RELEASES and the ships jostles free.

INT. STEVE AND DAVID'S ATTACKER - SAME

Steve grabs the controls.

STEVE  
We're loose!

DAVID  
Doesn't matter. Game's over.

STEVE  
I don't hear no fat lady.

Steve THROTTLES IT. The craft JOLTS AWAY.

EXT. DOCKING STATION - SAME

Steve and David's attacker BLAST away, the other alien attackers follow in hot pursuit.

The attackers FIRE. Steve SWERVES avoiding the blasts as they race for the exit.

INT. LANDING - CONTROL TOWER - SAME

Grasping for breath, a dying Alien looks up at the wedged in nuclear missile. The counter reads: 00:04, 00:03, 00:02.

We get the feeling the Alien knows what's coming.

INT. DOCKING BAY - SAME

Steve and David's attacker just reaches the doorway as the center of the landing EXPLODES behind them.

The enormous impact, rocks some of the lagging attackers off track.

EXT. MOTHER SHIP - SAME

Steve DARTS his attacker out from underneath the Mother Ship's belly. A group of attackers FOLLOW.

Just as the last of them exit the docking bay, a HUGE FIREBALL erupts behind them ripping through the Mother Ship.

ANGLE - FARTHER AWAY

ZOOMING towards us, Steve guides his ship away. The Alien attackers in hot pursuit. Behind them we SEE the ENTIRE MOTHER SHIP EXPLODE.

The immense EXPLOSION GROWS OUTWARDS coming right at us. The ATTACKERS are GOBBLED UP as the EXPLOSION WIDENS. Quickly the explosion gains ground on Steve and David.

ANGLE - STEVE AND DAVID'S SHIP

Like a loose board caught in the surf, Steve and David's ship rides the edge of the explosion, getting knocked OVER END.

INT. STEVE AND DAVID'S ATTACKER

Tumbling ass over tea kettle, David and Steve are ROCKED in their seats. Steve battles to regain control of the ship.

EXT. STEVE AND DAVID'S SHIP

The mammoth fireball reaches the outer edge of its zenith.

Steve and David's ship is SPIT OUT, tumbling down towards EARTH.

EXT. AREA 51 - TARMAC - SAME

The fighters are returning home. Crowd RACE out of the ruins of the smoldering compound to greet them, cheering their arrival.

THE PRESIDENT'S PLANE

The President is climbing out as General Grey rushes to his aid. Behind him, Jasmine leads Dylan and Patricia, who breaks free and RUSHES to her father. The President sweeps her up in his arms as Jasmine approaches.

JASMINE  
(to General Grey)  
Any word from Steve?

Behind her, Constance rushes over, the same thing on her mind.

Before he can answer they HEAR a ROAR above. They all become silent as they turn and look to the skies.

ANGLE - BLUE SKIES - FIREBALL

The FIREBALL COMET is rapidly shooting down towards us.

Suddenly BURSTING OUT OF THE FLAMES, Steve and David's ship DARTS DOWN.

Just over the heads of the cheering crowds, Steve and David's ship ZOOMS overhead, disappearing out of sight.

EXT. DRY LAKE - DESERT - MINUTES LATER

Several army JEEPS race across the arid desert floor. As they WHIP past we see they are headed towards a gigantic BLACK PLUME OF SMOKE in the distance.

ANGLE PLUME OF SMOKE

The Jeeps SKID to a halt. Jasmine and Constance are the first to leap off the Jeeps.

Steve and David walk towards us, cigars in their mouths.

Jasmine races over to him.

JASMINE  
You scared the hell out of me.

STEVE



Yeah, but what an entrance!

JASMINE

Dick-weed.

STEVE

Butt-munch.

Constance comes running up to David, hugs him tightly.

CONSTANCE

Are you all right?

DAVID

Did it work?

CONSTANCE

You bet it did.

She hugs him. They kiss.

ANGLE - STEVE AND JASMINE

Behind them Dylan, Patricia, the President and General Grey come walking over. The President and General Grey approach.

PRESIDENT

We're getting reports from all over.  
Their ships are going down!

As they begin to celebrate, they look up to the sky.

GROUP POV - BRILLIANT LIGHTS IN THE SKIES

The debris from the Mother Ship explosion enters the atmosphere like thousands of SHOOTING STARS. It's an incredible sight.

The group stares happily at the show in the sky. Steve takes Dylan by the hand.

STEVE

Didn't I promise you fireworks?

Everyone stares in wonder at the beautiful lights.

THE END